

## Entitlement Offer to raise approximately \$18.1 million<sup>1</sup>

### Key Points

- Accelerated non-renounceable entitlement offer to raise approximately \$18.1 million (before costs)
- Offer price of \$0.17 per new share, a 15% discount to the closing price of Chimeric shares on 18 February 2022.
- 1 new option for every New Share issued with an exercise price of \$0.255 and expiry date of 31 March 2024
- Following successful completion, key programs will be funded into CY 2023 and past Phase 1A GBM readout

### Entitlement Offer

Chimeric Therapeutics Limited (ASX:CHM) (**Chimeric** or **Company**) intends to conduct a \$18.1 million equity raising via an accelerated 1 for 3.15 non-renounceable entitlement offer of fully paid ordinary shares in Chimeric (**New Shares**) to raise approximately \$18.1 million (before costs of the offer)(**Entitlement Offer**).

The offer price for the Entitlement Offer will be \$0.17 per share (**Offer Price**). The Offer Price represents:

- a 11.8% discount to the theoretical ex-rights price (**TERP**);<sup>2</sup>
- a 18.3% discount to the 5-day volume weighted average price (VWAP), and
- a 15.0% discount to the last traded price of Chimeric shares.

Under the Entitlement Offer, eligible shareholders will be able to subscribe for 1 new ordinary share in Chimeric for every 3.15 existing shares (and 1 new option for every New Share issued with an

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<sup>1</sup> Before costs of the offer

<sup>2</sup> The theoretical ex-rights price of \$0.193 is calculated using Chimeric's closing price on 18 February 2022 assuming proceeds from the Entitlement Offer of \$18.1 million. TERP is the theoretical price at which shares should trade immediately after the ex-date for the Entitlement Offer assuming 100% take-up of the Entitlement Offer. TERP is a theoretical calculation only and the actual price at which shares trade immediately after the ex-date for the Entitlement Offer will depend on many factors and may not be equal to the TERP.

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exercise price of \$0.255 per new option and exercisable on or before 31 March 2024<sup>3</sup>) held at 7pm (AEDT) on Wednesday, 23 February 2022(**Record Date**) at the Offer Price (**Entitlements**).

The Entitlement Offer includes an institutional component (**Institutional Entitlement Offer**) and a retail component (**Retail Entitlement Offer**).

The Entitlement Offer has been managed by Bell Potter Securities Limited. Bell Potter will receive fees for its lead manager and other services, to be settled in cash.

The Board intends to use the proceeds of the Entitlement Offer to fund payments under the Company's licence and sponsored research agreements as well as Phase I clinical trials. Funds will also be applied for ongoing working capital and the costs of the Entitlement Offer.

### **Institutional Entitlement Offer**

Eligible institutional shareholders will be invited to participate in the institutional component of the Institutional Entitlement Offer, which is being conducted today, Monday, 21 February 2022.

Eligible institutional shareholders can choose to take up all, part or none of their Entitlement. Institutional Entitlements cannot be traded on ASX or transferred.

Institutional Entitlements that eligible institutional shareholders do not take up by the close of the Institutional Entitlement Offer, and institutional Entitlements that would otherwise have been offered to ineligible institutional shareholders, will be offered to new institutional investors and existing institutional shareholders concurrently with the Institutional Entitlement Offer.

Chimeric's shares will remain in a trading halt pending completion of the Institutional Entitlement Offer.

### **Retail Entitlement Offer**

Eligible retail shareholders in Australia and New Zealand will be invited to participate in the Retail Entitlement Offer at the same Offer Price and offer ratio as the Institutional Entitlement Offer. The Retail Entitlement Offer will open on 28 February 2022 and close at 5:00pm (Sydney time) on 11 March 2022.

Further details about the Retail Entitlement Offer will be set out in the Retail Entitlement Offer prospectus (**Prospectus**), which Chimeric expects to lodge with ASX and dispatch to eligible retail shareholders on 28 February 2022. The Prospectus will also enclose personalised entitlement and acceptance forms.

The Entitlements are non-renounceable and will not be tradeable on ASX or otherwise transferable. Shareholders who do not take up their Entitlements will not receive any value for those

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<sup>3</sup> Institutional Shareholders must, at the issuance date of new Options, hold at least the number of New Shares they subscribed for under the Institutional Entitlement Offer.

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Entitlements that they do not take up. Shareholders who are not eligible to receive Entitlements will not receive any value for the Entitlements they would have received had they been eligible.

Approximately 106.5 million new ordinary shares in Chimeric will be issued as part of the Entitlement Offer. Shares issued under the Entitlement Offer will rank equally with existing shares. Approximately 106.5 million options over ordinary shares in Chimeric will be issued as part of the Entitlement Offer, with full details set out in the Annexure to the Prospectus.

The Retail Entitlement Offer will include a top up facility under which eligible retail shareholders who take up their full Entitlement will be invited to apply for additional shares in the Retail Entitlement Offer from a pool of those not taken up by other eligible retail shareholders. There is no guarantee that applicants under this top up facility will receive all or any of the shares they apply for under the facility.

Chimeric will notify shareholders as to whether they are eligible to participate in the Retail Entitlement Offer. Eligible retail shareholders will receive an information booklet including a personalised entitlement and acceptance form which will provide further details of how to participate in the Retail Entitlement Offer.

Also, under ASX Listing Rules, Appendix 7A, Chimeric will despatch a letter about the Entitlement Offer to each holder of options to subscribe for Chimeric shares.

A presentation on the Entitlement Offer has been lodged with ASX today and is able to be downloaded from ASX's website, [www.asx.com.au](http://www.asx.com.au).

#### Key dates<sup>4</sup>

Event	Date
Trading halt	21 February 2022
Announcement of the Entitlement Offer	21 February 2022
Announcement of results of Institutional Entitlement Offer	23 February 2022
Record Date for Retail Entitlement Offer (7.00pm, Sydney time)	23 February 2022
Settlement of the Institutional Entitlement Offer	28 February 2022
Prospectus and Entitlement and Acceptance Form despatched to Eligible Retail Shareholders	28 February 2022
Retail Entitlement Offer opens	28 February 2022
Allotment of New Shares under the Institutional Entitlement Offer	1 March 2022
Quotation of New Shares under the Institutional Entitlement Offer	1 March 2022

<sup>4</sup>All dates are indicative only and subject to change. Chimeric reserves the right to withdraw or vary the timetable without notice.

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Event	Date
Retail Entitlement Offer closes (5.00pm, Sydney time)	11 March 2022
Announcement of results of Retail Entitlement Offer and under-subscriptions	16 March 2022
Allotment of New Shares and New Options issued under the Retail Entitlement Offer	18 March 2022
Allotment of New Options under the Institutional Offer	18 March 2022
Despatch of holding statements for New Shares and New Options issued under the Retail Entitlement Offer, and New Options issued under the Institutional Offer	21 March 2022
Normal ASX trading for New Shares and New Options issued under the Retail Entitlement Offer, and New Options under the Institutional Offer, commences	21 March 2022

**For further information, please contact:**

If you have questions about the Entitlement Offer, please contact the share registry, Boardroom Pty Ltd on 1300 737 760 (inside Australia) or +61 2 9290 9600 (outside Australia).

**Important information**

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States, or in any other jurisdiction in which such an offer would be illegal. The securities referred to in this document have not been and will not be registered under the United States Securities Act of 1933 (the 'US Securities Act'), or under the securities laws of any state or other jurisdiction of the United States and may not be offered or sold, directly or indirectly, within the United States, unless the securities have been registered under the US Securities Act or an exemption from the registration requirements of the US Securities Act is available.

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This announcement contains certain 'forward-looking statements' within the meaning of the securities laws of applicable jurisdictions. Forward-looking statements can generally be identified by the use of forward-looking words such as 'may,' 'should,' 'expect,' 'anticipate,' 'estimate,' 'scheduled' or 'continue' or the negative version of them or comparable terminology. Any forecasts or other forward looking statements contained in this announcement are subject to known and unknown risks and uncertainties and may involve significant elements of subjective judgment and assumptions as to future events which may or may not be correct. There are usually differences between forecast and actual results because events and actual circumstances frequently do not occur as forecast and these differences may be material. Chimeric does not give any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur and you are cautioned not to place undue reliance on forward-looking statements.

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