

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

Name of entity

Aurora Labs Limited

ABN

44 601 164 505

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 | <p><u>To be issued</u></p> <ul style="list-style-type: none"> a. Ordinary shares (fully paid) b. Options (to be quoted) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <ul style="list-style-type: none"> a. 3,750,000 ordinary shares (fully paid) to be offered under the security purchase plan made pursuant to the prospectus by Aurora dated 7 March 2018 (SPP) b. 5,500,000 options comprising: <ul style="list-style-type: none"> a. 3,125,000 free-attaching options to be issued under the placement announced by Aurora on 26 February 2018 (Placement) b. 1,875,000 free-attaching options to be offered under the SPP c. 500,000 options to the lead manager of the Placement |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible | <ul style="list-style-type: none"> a. The shares will be fully paid ordinary shares. b. The option will be exercisable at \$1.00 on or before 2 years from the date of grant of the options. |

securities, the conversion price and dates for conversion)	
<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>a. Shares – yes.</p> <p>b. Options – no. Aurora seeks quotation of these options as a new class of quoted securities.</p>
5 Issue price or consideration	<p>a. Shares – \$0.80 per share</p> <p>b. Options:</p> <ul style="list-style-type: none"> i. 3,125,000 options – free attaching to Placement participants on a 1 for 2 basis ii. 1,875,000 options – free attaching to SPP participants on a 1 for 2 basis iii. 500,000 options – nil cash consideration under lead manager mandate
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>The funds raised under the Placement in conjunction with the funds to be raised from the SPP (including any shortfall offer to the SPP) will be used to support the acceleration of the development of Aurora’s Large Format Technology and general working capital requirements.</p> <p>Refer the announcement by the Company on 26 February 2018 and prospectus dated 7 March 2018.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes.</p>
6b The date the security holder	29 November 2017.

+ See chapter 19 for defined terms.

	resolution under rule 7.1A was passed							
6c	Number of +securities issued without security holder approval under rule 7.1	Not applicable.						
6d	Number of +securities issued with security holder approval under rule 7.1A	Not applicable.						
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<p>Shareholder approval for the issue of the following is to be sought in April 2018:</p> <ul style="list-style-type: none"> • 3,750,000 shares under the SPP • 1,875,000 options under the SPP • 500,000 options to the lead manager 						
6f	Number of securities issued under an exception in rule 7.2	Not applicable.						
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.	Not applicable.						
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	Not applicable.						
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	<p>LR 7.1: 2,555,365 LR 7.1A: 5,893,707</p>						
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	The shares and options are proposed to be issued in April 2018, subject to shareholder approval being obtained.						
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>Issued 32,961,575</td> <td>Ordinary fully paid shares</td> </tr> <tr> <td>To be issued 3,750,000 (under SPP, including shortfall)</td> <td>Ordinary fully paid shares</td> </tr> </tbody> </table>	Number	+Class	Issued 32,961,575	Ordinary fully paid shares	To be issued 3,750,000 (under SPP, including shortfall)	Ordinary fully paid shares
Number	+Class							
Issued 32,961,575	Ordinary fully paid shares							
To be issued 3,750,000 (under SPP, including shortfall)	Ordinary fully paid shares							

5,500,000 (under Placement, SPP and to lead manager)	Options exercisable at \$1.00 on or before 2 years from the date of grant of the options
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	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	32,260,696	Ordinary Shares (restricted securities)
	1,020,425	Unquoted Options Exercisable at \$0.20 Expiring 31/12/2018 (A3DAH)
	9,092,500	Restricted Unquoted Options Exercisable at \$0.20 Expiring 31/12/2018 (A3DAG)
	480,000	Unquoted Options Exercisable at \$2.23 Expiring 30/11/2019 (A3DAI)
	931,000	Unquoted Options Exercisable at \$3.00 Expiring 31/03/2020 (A3DAI)
	40,000	Unquoted Options Exercisable at \$1.17 Expiring 30/06/2020 (A3DAI)
	477,000	Unquoted Options Exercisable at \$0.79 Expiring 31/08/2020 (A3DAI)
	50,000	Unquoted Options Exercisable at \$0.72 Expiring 30/09/2020 (A3DAI)
	100,000	Unquoted Options Exercisable at \$0.95 Expiring 31/07/2020 (A3DAI)
	14,700,000	Performance Shares (A3DAJ): <ul style="list-style-type: none"> • 7,087,500 Class B • 7,612,500 Class C

+ See chapter 19 for defined terms.

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable.

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	Not applicable.
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12	Is the issue renounceable or non-renounceable?	Not applicable.
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13	Ratio in which the ⁺ securities will be offered	Not applicable.
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14	⁺ Class of ⁺ securities to which the offer relates	Not applicable.
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15	⁺ Record date to determine entitlements	Not applicable.
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16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable.
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17	Policy for deciding entitlements in relation to fractions	Not applicable.
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18	Names of countries in which the entity has ⁺ security holders who will not be sent new issue documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable.
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19	Closing date for receipt of acceptances or renunciations	Not applicable.
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20	Names of any underwriters	Not applicable.
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21	Amount of any underwriting fee or commission	Not applicable.
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22	Names of any brokers to the issue	Not applicable.
23	Fee or commission payable to the broker to the issue	Not applicable.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not applicable.
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not applicable.
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not applicable.
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	Not applicable.
28	Date rights trading will begin (if applicable)	Not applicable.
29	Date rights trading will end (if applicable)	Not applicable.
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	Not applicable.
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable.
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	Not applicable.
33	+Despatch date	Not applicable.

+ See chapter 19 for defined terms.

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

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	Not applicable.	
39	Class of +securities for which quotation is sought	Not applicable.	
40	<p>Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	Not applicable.	
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>	Not applicable.	
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	Number	+Class
		Not applicable.	

+ 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 not available now, 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:



(Director & Company Secretary)

Date: 8 March 2018

Print name: Mathew Whyte

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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

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 date of issue or agreement to issue	55,000,000
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<ul style="list-style-type: none"> • 100,000 (shares issued 03/03/2017) • 194,000 (shares issued on 29/08/2017) • 167,500 (shares issued on 03/10/2017) • 196,075 (shares issued on 13/11/2017) • 125,000 (shares issued on 19/12/2017 on exercise of Options, LR 7.2 exception 4) • 354,500 (shares issued on 02/03/2018 on exercise of Options, LR 7.2 exception 4) • 2,800,000 (Shares issued under placement on 03/03/2017 ratified pursuant to LR 7.4 at EGM held on 12/6/2017) <p style="text-align: center;">N/A</p>
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	58,937,075

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	[Note: this value cannot be changed]
Multiply “A” by 0.15	8,840,561
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p><i>Insert</i> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p>Note:</p> <ul style="list-style-type: none"> • This applies to equity securities, unless specifically excluded – not just ordinary securities • Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed • It may be useful to set out issues of securities on different dates as separate line items 	<ul style="list-style-type: none"> • 35,196 (shares issued on 03/03/2018) • 6,250,000 (shares issued 02/03/2018)
“C”	6,285,196
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 Note: number must be same as shown in Step 2	8,840,561
Subtract “C” Note: number must be same as shown in Step 3	6,285,196
Total [“A” x 0.15] – “C”	2,555,365 [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” <i>Note: number must be same as shown in Step 1 of Part 1</i>	58,937,075
Step 2: Calculate 10% of “A”	
“D”	<i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	5,893,707
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 Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>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</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Nil
“E”	Nil

+ 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 <i>Note: number must be same as shown in Step 2</i>	5,893,707
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	Nil
Total [“A” x 0.10] – “E”	5,893,707 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.