



Company Announcement

CLINUVEL

ASX: CUV  
Nasdaq International Designation: CLVLY  
XETRA-DAX: UR9

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## APPENDIX 3B AND APPENDIX 3Y WITHDRAWN

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Melbourne, Australia 25 February 2020

CLINUVEL PHARMACEUTICALS LTD (“**Company**”) withdraws the Appendix 3B (“**Appendix 3B**”) and Change of Director’s Interest Notice (“**Appendix 3Y**”) filed by the Company on 5 December 2019.

The Appendix 3B and Appendix 3Y relate to the proposed grant of 1,513,750 unlisted performance rights to the CEO (the “**Unlisted Performance Rights**”) under the Performance Plan Rules.

Appendix 3B and Appendix 3Y were lodged prematurely.

Shareholders resolved to approve the proposed grant of the Unlisted Performance Rights at the Company’s Annual General Meeting on 20 November 2019.

Under rule 2.1 of the Performance Plan Rules, the Board has the sole discretion to determine when any such grant of Performance Rights is to be made. The Company reports that its Board has not yet exercised its discretion to grant any of the Unlisted Performance Rights to the CEO.

The Company has a period of 12 months from the date of the AGM to make an offer to the CEO to issue the Unlisted Performance Rights, and for that offer to be accepted.

The Company has reviewed the processes that led to the erroneous announcement of 5 December 2019 and has put in place new procedures to mitigate risks of reoccurrence.

The correct number and class of all securities not quoted on the ASX that are held by the CEO is nil. Please refer to the Appendix 3Y lodged with the ASX on 6 November 2019, annexed to this announcement, as the most up-to-date notice for the CEO.

Accordingly, the number of unlisted performance rights issued by the Company under the Performance Plan Rules as at today’s date remains 152,708.

**- End -**

Authorised for ASX release: Board of Directors on behalf of CLINUVEL PHARMACEUTICALS LTD

### **About CLINUVEL PHARMACEUTICALS LIMITED**

CLINUVEL PHARMACEUTICALS LTD (ASX: CUV; NASDAQ INTERNATIONAL DESIGNATION ADR: CLVLY; XETRA-DAX: UR9) is a global biopharmaceutical company focused on developing and delivering treatments for patients with a range of severe genetic and skin disorders. As pioneers in photomedicine and understanding the interaction of light and human biology, CLINUVEL’s research and development has led to innovative treatments for patient populations with a clinical need for photoprotection and repigmentation. These patient groups range in size from 5,000 to 45 million worldwide. CLINUVEL’s lead compound, SCENESSE® (afamelanotide 16mg), was approved by the European Commission in 2014 and the US Food and Drug

Administration in 2019 for the prevention of phototoxicity (anaphylactoid reactions and burns) in adult patients with erythropoietic protoporphyria (EPP). More information on EPP can be found at <http://www.epp.care>. Headquartered in Melbourne, Australia, CLINUVEL has operations in Europe, Singapore and the USA. For more information please go to <http://www.clinuvel.com>.

SCENESSE® is a registered trademark of CLINUVEL PHARMACEUTICALS LTD.

#### **Head of Investor Relations**

Mr Malcolm Bull, CLINUVEL PHARMACEUTICALS LTD

#### **Investor enquiries**

<https://www.clinuvel.com/investors/contact-us>

#### **Forward-Looking Statements**

This release contains forward-looking statements, which reflect the current beliefs and expectations of CLINUVEL's management. Statements may involve a number of known and unknown risks that could cause our future results, performance or achievements to differ significantly from those expressed or implied by such forward-looking statements. Important factors that could cause or contribute to such differences include risks relating to: our ability to develop and commercialise pharmaceutical products, including our ability to develop, manufacture, market and sell biopharmaceutical products; competition for our products, especially SCENESSE® (afamelanotide 16mg); our ability to achieve expected safety and efficacy results through our innovative R&D efforts; the effectiveness of our patents and other protections for innovative products, particularly in view of national and regional variations in patent laws; our potential exposure to product liability claims to the extent not covered by insurance; increased government scrutiny in either Australia, the U.S., Europe and Japan of our agreements with third parties and suppliers; our exposure to currency fluctuations and restrictions as well as credit risks; the effects of reforms in healthcare regulation and pharmaceutical pricing and reimbursement; that the Company may incur unexpected delays in the outsourced manufacturing of SCENESSE® which may lead to it being unable to supply its commercial markets and/or clinical trial programs; any failures to comply with any government payment system (i.e. Medicare) reporting and payment obligations; uncertainties surrounding the legislative and regulatory pathways for the registration and approval of biotechnology based products; decisions by regulatory authorities regarding approval of our products as well as their decisions regarding label claims; any failure to retain or attract key personnel and managerial talent; the impact of broader change within the pharmaceutical industry and related industries; potential changes to tax liabilities or legislation; environmental risks; and other factors that have been discussed in our 2019 Annual Report. Forward-looking statements speak only as of the date on which they are made, and the Company undertakes no obligation, outside of those required under applicable laws or relevant listing rules of the Australian Securities Exchange, to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. More information on the forecasts and estimates is available on request. Past performance is not an indicator of future performance.

[www.clinuvel.com](http://www.clinuvel.com)

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# Appendix 3Y

(re-issue only of 6 November 2019 lodgement)

## 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

<b>Name of entity</b>	<b>CLINUVEL PHARMACEUTICALS hLTD</b>
<b>ABN</b>	<b>88 089 644 119</b>

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.

<b>Name of Director</b>	Philippe Wolgen
<b>Date of last notice</b>	13 March 2019

### 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.

<b>Direct or indirect interest</b>	Indirect Interest (Ordinary Shares) Direct Interest (Unlisted Conditional Performance Rights)
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Ordinary shares held on behalf of Director by the Clinuvel Conditional Performance Rights Scheme Trust (Registered Holder: ACN 108 768 896 PTY LTD)
<b>Date of change</b>	04 November 2019
<b>No. of securities held prior to change</b>	3,296,364 Ordinary Shares (includes 3,191,478 Ordinary Shares beneficially held in the Clinuvel Conditional Performance Rights Scheme Trust) 208,332 Unlisted Conditional Performance Rights
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	208,332 Ordinary Shares
<b>Number disposed</b>	208,332 Unlisted Conditional Performance Rights
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$Nil

<b>No. of securities held after change</b>	3,504,696 Ordinary Shares (includes 3,399,810 Ordinary Shares beneficially held in the Clinuvel Conditional Performance Rights Scheme Trust)  NIL Unlisted Conditional Performance Rights
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of Unlisted Conditional Performance Rights ('Rights') under the company's Performance Rights Plan(s) upon achievement of performance conditions, the issue of Rights to the Director as approved by shareholders at the Company's 2010 Annual General Meeting.

## 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.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	n/a
<b>If prior written clearance was provided, on what date was this provided?</b>	n/a