

Date: 3 December 2019

Sydney, Australia

ASX Limited 20 Bridge Street SYDNEY NSW 2000

AU\$2.4m Increase to Funding Agreement

KEY HIGHLIGHTS

- AU\$2,400,000 extension of existing convertible security Agreement
- Short-term funding earmarked for pharmacokinetic study

SYDNEY, December 3rd, 2019: Noxopharm Ltd (ASX:NOX) is pleased to announce that it has secured an increase to its existing funding agreement (the '**Agreement**') with two New York institutional investors – Lind Global Macro Fund, LP, managed by The Lind Partners, LLC and CST Investment Funds (the '**Investors**'). The Agreement increase comprises a A\$2,400,000 (face value) secured convertible security with a lock-up period until 30 March 2020.

The Company has raised this bridging capital to fund a small study in healthy volunteers required by the FDA. The study has commenced and will finish in Q1 2020. The study will provide required data on drug bio-availability and pharmacokinetic profiles in support of the Company's planned IND application for DARRT-2/DARRT-3 clinical trials, based on the positive DARRT-1 clinical data released by the Company on 2 December, 2019.

This Agreement allows the Company to take advantage of ongoing clinical program news flow over the short term while it builds investor and banking relationships, secures research coverage and considers various funding options for its DARRT-2/DARRT-3 clinical trials.

Details of the Agreement

The original Agreement entered into in July 2019 comprised a AU\$4,560,000 (face value) secured convertible security (with 6-month lock-up) and up to AU\$22,200,000 in ordinary share placements over a 12-month period.

To date Noxopharm has paid down AU\$1.8m of the original convertible Agreement. The Agreement face value following the AU\$2,400,000 increase and including amounts previously paid down is AU\$5.16m.



The Company will receive AU\$2,000,000 in capital in the form of a convertible security upon closing of the increase (before fees and expenses). A General Security has previously been granted over all the company's assets other than its intellectual property rights in favour of the Investors to secure its obligations under the convertible security and placement obligations.

As part of the funding increase, Investors collectively will be granted 2,666,666 options exercisable at AU\$0.325 per share and will be issued 1,500,000 ordinary shares to be held as collateral that will be credited or returned at the end of the Agreement. Noxopharm will pay the Investors collectively a commitment fee of AU\$70,000 via offset of funds advanced.

Under the original Agreement ordinary share placements up to a total AU\$22,200,000 are available over the remaining 6-month period of the Agreement.

Other key aspects of the Agreement have previously been detailed in Noxopharm's announcement of 19 July 2019.

The Noxopharm Board consistently monitors the markets and assesses market conditions to identify sources of funding that are in the beneficial interests of the Company and its shareholders.

About Noxopharm

Noxopharm is a clinical-stage Australian drug development company with offices in Sydney and New York. The Company has a primary focus on the development of Veyonda[®] and is the major shareholder in Nyrada Inc, a spin-off company developing a pipeline of non-oncology drugs.

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Forward Looking Statements

This announcement may contain forward-looking statements. You can identify these statements by the fact they use words such as "aim", "anticipate", "assume", "believe", "continue", "could", "estimate", "expect", "intend", "may", "plan", "predict", "project", "plan", "should", "target", "will" or "would" or the negative of such terms or other similar expressions. Forward-looking statements are based on estimates, projections and assumptions made by Noxopharm about circumstances and events that have not yet taken place. Although Noxopharm believes the forward-looking statements to be reasonable, they are not certain. Forward-looking statements involve known and unknown risks, uncertainties and other factors that are in some cases beyond the Company's control that could cause the actual results, performance or achievements to differ materially from those expressed or implied by the forward-looking statement. No representation, warranty or assurance (express or implied) is given or made by Noxopharm that the forward-looking statements contained in this announcement are accurate and undue reliance should not be placed upon such statements.