Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme	Alterity Therapeutics Limited (formerly Pran	a Biotechnology Limited)
	080 699 065	
ACN/ARSN		
1. Details of substantial holde	r (1)	
Name	Life Biosciences LLC	
ACN/ARSN (if applicable)	N/A	

The holder became a substantial holder on

8 / 4/ 2019

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	288,498,110	288,498,110	33.51%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Life Biosciences LLC	Relevant interest in shares registered to and beneficially owned by Life Biosciences LLC pursuant to section 608(1) of the Corporations Act 2001 (Cth) (Corporations Act)	269,905,533 fully paid ordinary shares (Shares)
Each controlled entity of Life Biosciences LLC listed in the Schedule (Controlled Entities)	Each entity listed in the Schedule is an associate of Life Biosciences LLC and accordingly has a relevant interest under section 608(3) of the Corporations Act. (As none of these entities are entitled to be registered as holder of the shares, each entity's ability to vote and dispose of the shares is qualified accordingly).	269,905,533 Shares
Life Biosciences LLC and its Controlled Entities	Life Biosciences LLC's voting power is in excess of 20% of the securities in the Company and under section 608(3)(a) of the Corporations Act are taken to have the relevant interest the Company has pursuant to the voluntary escrow under a voluntary restriction agreement between the Company and Life Biosciences and lock up letters in respect of shares held by certain directors & the company secretary.	18,592,577 Shares (in respect of Shares held by certain directors and the company secretary) 269,905,533 Shares held by Life Biosciences LLC

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Life Biosciences LLC and its Controlled Entities	Life Biosciences LLC	Life Biosciences LLC	269,905,533 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Geoffrey Paul Kempler	Geoffrey Paul Kempler	30,000 fully paid ordinary shares

Life Biosciences LLC and its Controlled Entities	Baywick Propriety Limited <the discretionary<br="" retail="">A/C></the>	Baywick Propriety Limited <the discretionary<br="" retail="">A/C></the>	14,165,000 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Crystal Triangle Pty Ltd <gpk a="" c="" fund="" super=""></gpk>	Crystal Triangle Pty Ltd <gpk a="" c="" fund="" super=""></gpk>	90,000 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	NRB Developments Pty Ltd [ABN 29 080 699 029]	NRB Developments Pty Ltd [ABN 29 080 699 029]	2,970,000 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Sandhurst Trustees Ltd <jmfg a="" c="" consol=""></jmfg>	Sandhurst Trustees Ltd <jmfg a="" c="" consol=""></jmfg>	756,000 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Navigator Australia Ltd < MLC Investment Sett A/C>	Navigator Australia Ltd < MLC Investment Sett A/C	326,666 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Lampam Pty Ltd [ABN 26 087 675 125]	Lampam Pty Ltd [ABN 26 087 675 125]	43,111 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	Shared Office Services Pty Ltd <philanne super<br="">Fund A/C></philanne>	Shared Office Services Pty Ltd <philanne super<br="">Fund A/C></philanne>	211,800 fully paid ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	cate of acquisition Consideration (9)		Class and number of securities
		Cash	Non-cash	
Life Biosciences LLC and its Controlled Entities	8 April 2019	US\$ 7,500,000 (A\$ 10,526,000)		269,905,533 fully paid ordinary shares
Life Biosciences LLC and its Controlled Entities	8 April 2019	No consideration.		18,592,577 fully paid ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Controlled Entities	Each entity listed in the Schedule is an associate of Life Biosciences LLC pursuant to section 12(2)(a)(i) of the Corporations Act because each of the entities is a body corporate that Life Biosciences LLC controls.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Alterity Therapeutics Limited	Level 3, 460 Bourke Street, Melbourne, Vic, 3000
Life Biosciences LLC	75 Park Plaza, 3rd Floor, Boston, MA 02116 USA
Controlled Entities of Life Biosciences LLC	See the Schedule
Geoffrey Paul Kempler	19 Crotonhurst Avenue, Caulfield North, Vic, 3161
Baywick Propriety Limited <the Retail Discretionary A/C></the 	19 Crotonhurst Avenue, Caulfield North, Vic, 3161
Crystal Triangle Pty Ltd <gpk Super Fund A/C></gpk 	19 Crotonhurst Avenue, Caulfield North, Vic, 3161
NRB Developments Pty Ltd [ABN 29 080 699 029]	19 Crotonhurst Avenue, Caulfield North, Vic, 3161
Sandhurst Trustees Ltd <jmfg Consol A/C></jmfg 	Level 5, 120 Harbour Esplanade, Docklands, Vic, 3008
Navigator Australia Ltd < MLC Investment Sett A/C>	19 Crotonhurst Avenue, Caulfield North, Vic, 3161
Lampam Pty Ltd [ABN 26 087 675 125]	Hillyer Riches, 12 Derby Road, Caulfield East, Vic, 3145
Shared Office Services Pty Ltd <philanne a="" c="" fund="" super=""></philanne>	Level 3, 62 Lygon Street, Carlton, Vic, 3053

Signature

Ivan Kaplan print name

sign here Corporate Counsel capacity

date 10 / 4 / 2019

Schedule

The following entities are associates of Life Biosciences LLC as they are controlled by Life Biosciences LLC:

Name of Controlled Entity	Address of Controlled Entity	
Animal Biosciences, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Continuum Biosciences, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Iduna Therapeutics, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Jumpstart Fertility, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Life Biosciences Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Life Lua Technologies, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Selphagy Therapeutics, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Senolytic Therapeutics, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	
Spotlight Biosciences, Inc.	75 Park Plaza, Third Floor, Boston, MA 02116	

This is the Schedule of 1 page referred to in the Form 603, Notice of initial substantial holder signed by me and dated 10 April 2019.

Ivan Kaplan Corporate Counsel Life Biosciences LLC

DIRECTIONS

- 1. If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- 2. See the definition of "associate" in section 9 of the Corporations Act 2001.
- 3. See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- 4. The voting shares of a company constitute one class unless divided into separate classes.
- 5. The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- 6. The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- 7. Include details of:
 - a. any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting
 powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to
 which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- 8. If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- 9. Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.