Secondary Trading Notice

Proteomics International Laboratories Ltd (Proteomics International; ASX: PIQ) advises that the Company has today issued 100,000 fully paid ordinary shares (**Shares**) upon the exercise of unquoted options exercisable at $0.25 per option on or before 17 July 2019 raising $25,000 before costs (**Consultant Options**).

An Appendix 3B applying for quotation of the Shares follows this announcement.

Secondary Trading Notice Pursuant to Paragraph 708A(5)(e) of the Corporations Act 2001 ("Act")

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A of the Act. By giving this notice, a sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

(a)   the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;

(b)   as at the date of this Notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and

(c)   as at the date of this Notice, there is no information:

  i.   that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and

  II.   that investors and their professional advisers would reasonably require for the purposes of making an informed assessment of:

   a.   the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or

   b.   the rights and liabilities attaching to the relevant Shares.

Authorised by:

Karen Logan
Company Secretary

Proteomics International Laboratories Ltd
ABN 78 169 979 971
Box 3008, Broadway, Nedlands, WA 6009, Australia
T: +61 8 9389 1992 | E: enquiries@proteomicsinternational.com | W: www.proteomicsinternational.com
1/2   Part of the PILL Group

About Proteomics International Laboratories (PILL) (www.proteomicsinternational.com)

Proteomics International (Perth, Western Australia) is a wholly owned subsidiary and trading name of PILL (ASX: PIQ), a medical technology company at the forefront of predictive diagnostics and bio-analytical services. Proteomics International's business model is centred on the commercialisation of the company's world-leading test for diabetic kidney disease, PromarkerD, whilst using its proprietary Promarker™ technology platform to create a pipeline of novel diagnostic tests, and offset the cash burn from R&D and product development through provision of specialist analytical services.

Proteomics International Laboratories Ltd
ABN 78 169 979 971
Box 3008, Broadway, Nedlands, WA 6009, Australia
T: +61 8 9389 1992 | E: enquiries@proteomicsinternational.com | W: www.proteomicsinternational.com
2/2   Part of the PILL Group

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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, 04/03/13

Name of entity

Proteomics International Laboratories Ltd

ABN

78 169 979 971

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	Fully paid ordinary shares (**Shares**)
2	Number of ⁺securities issued or to be issued (if known) or maximum number which may be issued	100,000 Shares.
3	Principal terms of the ⁺securities (e.g. if options, exercise price and expiry date; if partly paid ⁺securities, the amount outstanding and due dates for payment; if ⁺convertible securities, the conversion price and dates for conversion)	Fully paid ordinary shares.

+ See chapter 19 for defined terms.

4	Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities? If the additional ⁺securities do not rank equally, please state: • 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	Yes.
5	Issue price or consideration	$0.25 per Share.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Exercise of 100,000 unlisted options at $0.25 each expiring on 17 July 2019 (**Consultant Options**).
6a	Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h *in relation to the ⁺securities the subject of this Appendix 3B*, and comply with section 6i	No.
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable.
6c	Number of ⁺securities issued without security holder approval under rule 7.1	Not applicable.

+ See chapter 19 for defined terms.

6d	Number of ⁺securities issued with security holder approval under rule 7.1A	Nil.

6e	Number of ⁺securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil.

6f	Number of ⁺securities issued under an exception in rule 7.2	100,000 Shares.

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	7.1: 12,061,795 7.1A: Not applicable.

7	⁺Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	15 January 2019.

+ See chapter 19 for defined terms.

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the +securities in section 2 if applicable)	80,411,965	Fully paid ordinary shares.
9	Number and +class of all +securities not quoted on ASX (*including* the +securities in section 2 if applicable)	300,000	Consultant Options exercisable at $0.25 each on or before 17 July 2019.
		650,000	Employee Options exercisable at $0.30 each on or before 31 October 2019.
		500,000	Consultant Options exercisable at $0.35 each on or before 8 March 2020
		1,100,000	Employee Options exercisable at $0.30 each on or before 31 May 2020.
		400,000	Director A Options exercisable at $0.50 per option on or before 22 November 2021.
		400,000	Director B Options exercisable at $0.67 per option on or before 22 November 2022.
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable.	

Part 2 - Pro rata issue

Questions 11 to 33 – Not Applicable

Part 3 - Quotation of securities
You need only complete this section if you are applying for quotation of securities

+ See chapter 19 for defined terms.

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

Questions 35 to 37 - Not Applicable

Entities that have ticked box 34(b)

Questions 38 to 42 – Not Applicable.

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.

+ See chapter 19 for defined terms.

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 is not available now, we 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: ....   Date: **15 January 2019**
                 Company Secretary

Print name: ....
                 Karen Logan

== == == == ==

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

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 the ⁺issue date or date of agreement to issue	58,998,710
Add the following: • Number of fully paid ⁺ordinary securities issued in that 12 month period under an exception in rule 7.2	17,544,950 • 556,250 fully paid ordinary shares issued 5 February 2018, exception 4. • 134,800 fully paid ordinary shares issued 15 February 2018, exception 4. • 1,436,171 fully paid ordinary shares issued 8 March 2018, exception 4. • 2,115,564 fully paid ordinary shares issued 23 March 2018, exception 4. • 5,030,582 fully paid ordinary shares issued 29 March 2018, exception 4. • 6,249,448 fully paid ordinary shares issued 6 April 2018, exception 4. • 1,709,041 fully paid ordinary shares issued 16 April 2018, exception 12. • 113,094 fully paid ordinary shares issued 22 November 2018, exception 14. • 100,000 fully paid ordinary shares issued 3 December 2018, exception 4.

+ See chapter 19 for defined terms.

• 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 *Note:* • *Include only ordinary securities here – other classes of equity securities cannot be added* • *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*	• 100,000 fully paid ordinary shares issued 15 January 2019, exception 4. 3,868,305 fully paid ordinary shares issued 5 March 2018, approved at the AGM held on 22 November 2018.
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
"A"	80,411,965

Step 2: Calculate 15% of "A"

"B"	0.15 *[Note: this value cannot be changed]*
Multiply "A" by 0.15	12,061,795

Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used

Insert number of +equity securities issued or agreed to be issued in that 12 month period *not counting* those issued: • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 *Note:*	Nil.

+ See chapter 19 for defined terms.

• *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*	
"C"	Nil

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*	12,061,795
Subtract "C" *Note: number must be same as shown in Step 3*	Nil
Total ["A" x 0.15] – "C"	12,061,795 *[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" *Note: number must be same as shown in Step 1 of Part 1*	Not applicable
Step 2: Calculate 10% of "A"	
"D"	0.10 *Note: this value cannot be changed*
Multiply "A" by 0.10	Not applicable
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:* • *This applies to equity securities – not just ordinary securities* • *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed* • *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* • *It may be useful to set out issues of securities on different dates as separate line items*	Not applicable
"E"	Not applicable
Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 *Note: number must be same as shown in Step 2*	Not applicable
Subtract "E" *Note: number must be same as shown in*	Not applicable

Step 3	
Total ["A" x 0.10] – "E"	Not applicable *Note: this is the remaining placement capacity under rule 7.1A*