



ASX Announcement (379)

5 March 2010

**Appendix 3B – Registration of Ordinary Shares  
Appendix 3Y – Change of Director's Interests  
Section 708A(5)(e) Notice**

Please find attached a copy of the Appendix 3B released to the market today.

As a result there are now **175,304,323** fully Paid Ordinary Shares in the Company on issue and **7,890,227** VHLG Convertible Notes outstanding.

Also attached are relevant Appendices 3Y as a result of the issue of shares and unlisted options.

Yours sincerely,

*John Morrison  
Company Secretary  
Virax Holdings Limited*

# Appendix 3B

## Application for quotation of additional securities

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Virax Holdings Limited

ABN

56 006 569 106

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	<ul style="list-style-type: none"> <li>(i) Ordinary Fully Paid Shares</li> <li>(ii) Unlisted Options</li> <li>(iii) Unlisted Options</li> <li>(iv) Ordinary Fully Paid Shares</li> <li>(v) Ordinary Fully Paid Shares</li> </ul>
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	<ul style="list-style-type: none"> <li>(i) 3,696,918 Ordinary Fully Paid Shares issued pursuant to Resolutions 2, 3 &amp; 4 passed at Virax's General Meeting held on 25 February 2010 - issued in consideration for deferred Directors fees.</li> <li>(ii) 5,000,000 Unlisted Options under a Shortfall Placement Agreement. Issued pursuant to Resolution 1 passed at Virax's General Meeting held on 25 February 2010.</li> <li>(iii) 3,750,000 Issued pursuant to Resolutions 7, 8 &amp; 9, passed at Virax's General Meeting held on 25 February 2010</li> <li>(iv) 88,223 Fully Paid Ordinary Shares</li> <li>(v) 44,106 Ordinary Fully Paid Shares upon the conversion of 22,053 VHLG Convertible Notes.</li> </ul>

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 securities, the conversion price and dates for conversion)	<p>(i) 5 cents per ordinary share. Rank equally with existing ordinary issued shares.</p> <p>(ii) each option is an option to acquire ordinary Shares in the Company at an issue price of 10 cents per Share, exercisable by 14 December 2010.</p> <p>(iii) 3,750,000 Unlisted Options on the following terms:</p> <ul style="list-style-type: none"> <li>• 1,250,000 Options (Year commencing 1 January 2010) exercisable at 10 cents per share with an expiry date of 30 June 2011.</li> <li>• 1,250,000 Options (Year commencing 1 January 2011) exercisable at 15 cents per share with an expiry date of 30 June 2012.</li> <li>• 1,250,000 Options (Year commencing 1 January 2012) exercisable at 20 cents per share with an expiry date of 30 June 2013.</li> </ul> <p>Unexercised Options lapse if the individual cease to be a director of the Company</p> <p>(iv) 12.5 cents per ordinary share. Rank equally with existing ordinary issued shares.</p> <p>(v) \$0.10 (10 cents) on application. Each Note is convertible into 2 fully paid ordinary shares.</p>
4	<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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>(i) Fully Paid ordinary shares rank pari passu with existing shares</p> <p>(ii) Upon exercise of the options into Ordinary Shares, the Fully Paid ordinary shares rank pari passu with existing shares. An option holder has no voting rights or rights to dividend or distribution.</p> <p>(iii) Upon exercise of the options into Ordinary Shares, the Fully Paid ordinary shares rank pari passu with existing shares. An option holder has no voting rights or rights to dividend or distribution.</p> <p>(iv) Rank equally with existing ordinary issued shares.</p> <p>(v) Rank equally with existing ordinary issued shares.</p>
5	Issue price or consideration	<p>(i) 5 cents per ordinary share.</p> <p>(ii) Issued as consideration for entering Shortfall Placement Agreement supporting the 1 for 5 Rights Issue.</p> <p>(iii) Nil - Issued as part of the Employee Share Option Plan, details of which are set out in the Explanatory Memorandum for the General Meeting held on 25 February 2010.</p> <p>(iv) \$0.125 per share</p> <p>(v) \$0.10 (10 cents) on application. Each Note is convertible into 2 fully paid ordinary shares</p>

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<ul style="list-style-type: none"> <li>(i) Ordinary Shares issued in consideration of deferred Directors fees.</li> <li>(ii) Shortfall Placement Support to 1 for 5 Rights Issue.</li> <li>(iii) Employee Share Option Plan.</li> <li>(iv) Issued to consultant in lieu of cash for services.</li> <li>(v) Conversion of VHLG Notes</li> </ul>
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7	Dates of entering +securities into uncertificated holdings or despatch of certificates	<ul style="list-style-type: none"> <li>(i) 5 March 2010</li> <li>(ii) 5 March 2010</li> <li>(iii) 5 March 2010</li> <li>(iv) 5 March 2010</li> <li>(v) 5 March 2010</li> </ul>
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		Number	+Class
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	175,304,323	Fully Paid Ordinary Shares (VHL)
		7,890,227	Convertible Notes (VHLG)

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	11,991,333	Unlisted Options

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	<p>Fully Paid rank pari passu with existing shares</p> <p>Note and Option holders are not entitled to Dividends. Upon conversion/exercise the shares rank Pari Passu with existing shares.</p>
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## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
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12	Is the issue renounceable or non-renounceable?	N/A
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13	Ratio in which the +securities will be offered	N/A
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14	+Class of +securities to which the offer relates	N/A
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15	+Record date to determine entitlements	N/A
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16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
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17	Policy for deciding entitlements in relation to fractions	N/A
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18	Names of countries in which the entity has +security holders who will not be sent new issue documents	N/A
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Note: Security holders must be told how their entitlements are to be dealt with.  
Cross reference: rule 7.7.

19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

### 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

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment 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

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

## 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: 5 March 2010

Print name:

John Morrison

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 04**

<b>Name of entity:</b>	Virax Holdings Limited
<b>ABN No:</b>	56 006 569 106

We, Virax Holdings Limited, give ASX the following information under listing rule 3.19A.1 and as agent for the Director for the purposes of section 205G of the Corporation Act.

<b>Name of Director</b>	Michael Humphris	
<b>Date of last notice</b>	5 February 2010	<b>Last Notice No.</b> 3

**Part 1 – Change of Director's relevant interest in securities\***

<b>Direct or indirect interest</b>	Direct		
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest			
<b>Date of change</b>	5 March 2010		
<b>Class</b>	Fully Paid Ordinary Shares - VHL	Convertible Notes	Unlisted Options
<b>No. of securities held prior to change</b>	394,431	Nil	Nil
<b>Number acquired</b>	1,498,750 <sup>A</sup>		1,500,000 <sup>B</sup>
<b>Number disposed</b>			
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$ 74,937.50		
<b>No. of securities held after change</b>	1,893,181	Nil	1,500,000
<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	<p>Note A: <i>Issued pursuant to Resolution 2, passed at Virax's General Meeting held on 25 February 2010 - 1,498,750 Ordinary Shares (VHL) issued in consideration for \$74,937.50 of deferred Directors fees.</i></p> <p>Note B: <i>Issued pursuant to Resolution 7, passed at Virax's General Meeting held on 25 February 2010 - 1,500,000 Unlisted Options on the following terms:</i></p> <ul style="list-style-type: none"> <li>• 500,000 Options (Year commencing 1 January 2010) exercisable at 10 cents per share with an expiry date of 30 June 2011.</li> <li>• 500,000 Options (Year commencing 1 January 2011) exercisable at 15 cents per share with an expiry date of 30 June 2012.</li> <li>• 500,000 Options (Year commencing 1 January 2012) exercisable at 20 cents per share with an expiry date of 30 June 2013.</li> </ul> <p>Unexercised Options lapse should the individual cease to be a director of the Company.</p>		

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 04**

**Part 2 – Change of Director's interests in contracts\***

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

\* If insufficient space please provide attachment and insert attachment number in appropriate space.

Signed



Date 5 March 2010

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John Morrison  
Company Secretary  
Virax Holdings Limited

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 05**

<b>Name of entity:</b>	Virax Holdings Limited
<b>ABN No:</b>	56 006 569 106

We, Virax Holdings Limited, give ASX the following information under listing rule 3.19A.1 and as agent for the Director for the purposes of section 205G of the Corporation Act.

<b>Name of Director</b>	Ian Pyman	
<b>Date of last notice</b>	1 February 2010	<b>Last Notice No.</b> 4

**Part 1 – Change of Director's relevant interest in securities\***

<b>Direct or indirect interest</b>	<b>Indirect</b>		
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest	IP Projects Pty Ltd ( <i>as trustee for the Pyman Family Superannuation Fund</i> )		
<b>Date of change</b>	5 March 2010		
<b>Class</b>	Fully Paid Ordinary Share – VHL	Convertible Notes (VHLOG)	Unlisted Options
<b>No. of securities held prior to change</b>	178,340	Nil	Nil
<b>Number acquired</b>	1,099,084 <sup>A</sup>		1,125,000 <sup>B</sup>
<b>Number disposed</b>			
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$54,954.17 <sup>A</sup>		
<b>No. of securities held after change</b>	1,277,424	Nil	1,125,000
<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	<p>Note A: <i>Issued pursuant to Resolution 3, passed at Virax's General Meeting held on 25 February 2010 - 1,099,084 Ordinary Shares (VHL) issued in consideration for \$54,954.17 of deferred Directors fees.</i></p> <p>Note B: <i>Issued pursuant to Resolution 8, passed at Virax's General Meeting held on 25 February 2010 - 1,125,000 Unlisted Options on the following terms:</i></p> <ul style="list-style-type: none"> <li>• 375,000 Options (Year commencing 1 January 2010) exercisable at 10 cents per share with an expiry date of 30 June 2011.</li> <li>• 375,000 Options (Year commencing 1 January 2011) exercisable at 15 cents per share with an expiry date of 30 June 2012.</li> <li>• 375,000 Options (Year commencing 1 January 2012) exercisable at 20 cents per share with an expiry date of 30 June 2013.</li> </ul> <p>Unexercised Options lapse should the individual cease to be a director of the Company.</p>		

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 05**

**Part 2 – Change of Director's interests in contracts\***

<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 estimated valuation	
<b>Interest after change</b>	

\* If insufficient space please provide attachment and insert attachment number in appropriate space.

Signed



Date 5 March 2010

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John Morrison  
Company Secretary  
Virax Holdings Limited

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 05**

<b>Name of entity:</b>	Virax Holdings Limited
<b>ABN No:</b>	56 006 569 106

We, Virax Holdings Limited, give ASX the following information under listing rule 3.19A.1 and as agent for the Director for the purposes of section 205G of the Corporation Act.

<b>Name of Director</b>	Albert Ting	
<b>Date of last notice – Indirect Interests</b>	18 December 2009	<b>Last Notice No. 4</b>

**Part 1 – Change of Director's relevant interest in securities\***

Direct or indirect interest	Direct		
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest			
<b>Date of change</b>			
<b>Class</b>	Fully Paid Ordinary Shares (VHL)	Convertible Notes (VHLOG)	Unlisted Options
<b>No. of securities held prior to change</b>	1,268,567	Nil	Nil
<b>Number acquired</b>			
<b>Number disposed</b>			
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation			
<b>No. of securities held after change</b>	1,268,567	Nil	Nil

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 05**

Direct or indirect interest	Indirect		
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest	Albert & Teresa Ting Pty Ltd  Albert & Teresa Ting Pty Ltd <The Ting Family A/C>  Havagoal Pty Ltd		
Date of change	5 March 2010		
Class	Fully Paid Ordinary Shares (VHL)	Convertible Notes (VHLOG)	Unlisted Options
No. of securities held prior to change	2,533,000	Nil	Nil
Number acquired	1,099,084 <sup>A</sup>		1,125,000 <sup>B</sup> 5,000,000 <sup>C</sup>
Number disposed			5,000,000 <sup>D</sup>
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$54,954.17 <sup>A</sup>		
No. of securities held after change	3,632,084	Nil	1,125,000
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Note A: <i>Issued pursuant to Resolution 4, passed at Virax's General Meeting held on 25 February 2010 - 1,099,084 Ordinary Shares (VHL) issued in consideration for \$54,954.17 of deferred Directors fees.</i></p> <p>Note B: <i>Issued pursuant to Resolution 9, passed at Virax's General Meeting held on 25 February 2010 - 1,125,000 Unlisted Options on the following terms:</i></p> <ul style="list-style-type: none"> <li>• 375,000 Options (Year commencing 1 January 2010) exercisable at 10 cents per share with an expiry date of 30 June 2011.</li> <li>• 375,000 Options (Year commencing 1 January 2011) exercisable at 15 cents per share with an expiry date of 30 June 2012.</li> <li>• 375,000 Options (Year commencing 1 January 2012) exercisable at 20 cents per share with an expiry date of 30 June 2013.</li> </ul> <p>Unexercised Options lapse should the individual cease to be a director of the Company.</p> <p>Note C: <i>Issued pursuant to Resolution 1, passed at Virax's General Meeting held on 25 February 2010 - each option is an option to acquire ordinary Shares in the Company at an issue price of 10 cents per Share, exercisable by 14 December 2010.</i></p> <p>Note D: These unlisted options have been distributed (at the direction of Dr. Ting) to parties who sub-participated in the Shortfall Placement Agreement.</p>		

**Notice of Change of Director's Interest  
(Appendix 3Y Notice)  
Notice No. 05**

**Part 2 – Change of Director's interests in contracts\***

<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 estimated valuation	
<b>Interest after change</b>	

\* If insufficient space please provide attachment and insert attachment number in appropriate space.

Signed



Date: 5 March 2010

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John Morrison  
Company Secretary  
Virax Holdings Limited



5 March 2010

**Notice under section 708A(5)(e) of the Corporations Act 2001**

This notice is given under paragraph (5)(e) of section 708A of the Corporations Act.

The following securities of the Company were issued without disclosure to investors under Part 6D.2 of the Corporations Act:

Type:	Ordinary Shares
Class/Description:	Ordinary (fully paid)
ASX Code:	VHL
Date of Issue:	5 March 2010
Number Issued:	88,223
Issue Price per Security:	12.5 cents per share

The Company intends to apply to the Australian Stock Exchange Limited for quotation of the above securities.

The Company gives notice under section 708A(5)(e) of the *Corporations Act* 2001 (**Corporations Act**) that:

- (1) as at the date of this notice, the Company has complied with:
  - (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
  - (b) section 674 of the Corporations Act; and
- (2) as at the date of this notice, there is no excluded information (as that term is defined in section 708A(7) of the Corporations Act) that is required to be disclosed for the purposes of 708A(6)(e) of the Corporations Act.

Yours sincerely,

John R Morrison  
Company Secretary