



Aeris Technologies Ltd  
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12 July 2005

Companies Announcements Office  
Australian Stock Exchange Limited

### **Issue of shares on exercise of options**

Attached is the final Appendix 3B notice seeking quotation of 35,928,384 shares exercised prior to the expiry of the Company's 20 cent options on 1 July 2005. There were 52,450 options which were not exercised and therefore expired on 1 July 2005.

This Appendix 3B replaces the preliminary notice lodged with ASX on 21 June 2005.

#### **Notice Under Section 708A(5)(e)**

Aeris advises that it issued 35,928,834 shares following the exercise of options with an exercise price of 20 cents and expiry date of 1 July 2005 (New Shares).

The Company gives notice that:

- (1) this notice is being given under section 708A(5)(e) of the Corporations Act 2001 (Corporations Act);
- (2) the Company issued the New Shares without disclosure to investors under Part 6D.2 of the Corporations Act;
- (3) 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
- (4) except as may be set out in this notice, there is no other information that is excluded information as at the date of this notice which is required to be set out in this notice under section 708A(6)(e) of the Corporations Act.

Yours faithfully  
**Aeris Technologies Ltd**

**Robert J Waring**  
Company Secretary



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 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.

Name of entity

**Aeris Technologies Ltd**

ABN

**ABN 19 093 977 336**

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   | <b>35,928,384 fully paid Ordinary Shares on exercise of 35,928,384 1 July 2005, 20 cent options</b> |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | <b>35,928,384 Ordinary Shares</b>   |
| 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) | <b>Fully paid Ordinary Shares</b>   |

<p>4 Do the <sup>†</sup>securities rank equally in all respects from the date of allotment with an existing <sup>†</sup>class of quoted <sup>†</sup>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><b>Yes - rank equally with existing Fully paid Ordinary Shares</b></p>								
<p>5 Issue price or consideration</p>	<p><b>The option exercise price was 20 cents and the amount to be received is \$7,185,676.80.</b></p>								
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p><b>35,928,384 Ordinary Shares on exercise of 35,928,384 options</b></p>								
<p>7 Dates of entering <sup>†</sup>securities into uncertificated holdings or despatch of certificates</p>	<p><b>Progressively until 12 July 2005</b></p>								
<p>8 Number and <sup>†</sup>class of all <sup>†</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th><sup>†</sup>Class</th> </tr> </thead> <tbody> <tr> <td><b>87,517,564</b></td> <td><b>Fully Paid Ordinary Shares</b></td> </tr> </tbody> </table>	Number	<sup>†</sup> Class	<b>87,517,564</b>	<b>Fully Paid Ordinary Shares</b>				
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<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p><b>Rank equally with existing Fully paid Ordinary Shares in regard to future dividends</b></p>								

**Part 2 - Bonus issue or pro rata issue**

11 Is security holder approval  
to required?  
33

Questions 11 to 33 are not applicable

**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  
to +quotation is sought  
42

Questions 38 to 42 are 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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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:

Robert J Waring  
(Director/Company Secretary)

Date:

12 July 2005

Print name:

Robert J Waring