

ASX Release

7 November 2018

ZELDA THERAPEUTICS LIMITED ACN 103 782 378

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Directors

Dr Richard Hopkins Mr Harry Karelis Dr Stewart Washer Ms Mara Gordon Mr Jason Peterson

Tickers: Australia (ASX): ZLD USA (OTCQB): ZLDAF

Ordinary Shares: 755,341,934

Options: 49,000,000

1,500,000 (\$0.04 - 6/2/2020) *4,500,000 (\$0.04 - 6/2/2020) 1,000,000 (\$0.125 - 22/8/2021) *2,000,000 (\$0.125 - 22/8/2021)

40,000,000 (\$0.03125 - 17/11/2021) * subject to vesting conditions

Founders Commitment not to sell Equity Securities

In accordance with ASX Listing Rule 3.10A Zelda advises that 224,374,844 fully paid ordinary shares and 40,000,000 unlisted 17 Nov 2021 \$0.03125 options are to be released from 24-month escrow on 22 November 2018 (**Escrowed Securities**). Zelda will apply for the quotation of the Escrowed Securities upon their release in accordance with ASX Listing Rules.

The Company is pleased to advise Directors, Messrs. Karelis, Washer and Peterson and Ms. Mara Gordon (**Founders**), have confirmed their commitment to not sell any equity securities they own or control (directly or indirectly) about to be released from escrow for a further 12 months, unless to help facilitate a major investment in Zelda by a key strategic investor.

Mr Peterson has advised the Company his indirect equity holding will be reduced by a total of 3,157,920 following the release of escrow as a result of a distribution by CPS Capital Pty Ltd. These ordinary shares have not been sold.

These voluntary lock up commitments represent 220,263,124 ordinary shares, or approximately 29% of issued capital and 20,000,000 unlisted options.

The commitment has been entered into by the Founders to clearly demonstrate their true belief in the Company's future and business plan.

Chairman Harry Karelis said: "Since founding the company in 2015, the Founders have worked hard to position Zelda at the forefront of the burgeoning global medicinal cannabis industry. We have established a number of collaborations with globally recognised institutions and commenced our clinical trial activities. We are excited by the potential for company transformational milestones being achieved over the next year. Voluntarily extending our escrow term clearly demonstrates our long-term commitment to the Company."

Managing Director Dr Richard Hopkins commented: "By agreeing to a voluntary escrow, the Founding Directors have demonstrated their interests are aligned with all shareholders. The Founders are to be commended for their decision, which sends a strong positive signal regarding the longer-term future of the company"

Tim Slate Company Secretary

About Zelda Therapeutics (www.zeldatherapeutics.com)

Zelda Therapeutics Ltd is an Australian-based bio-pharmaceutical company that is focused on developing a range of cannabinoidbased formulations for the treatment of a variety of medical conditions. The Company has a two-armed strategy comprising:

- A human clinical trial programme focused on insomnia & autism with activities in Australia and the USA.
- A **pre-clinical research programme** examining the effect of cannabinoids in breast, brain and pancreatic cancer as well as research examining the potential for cannabinoids to treat diabetes-associated cognitive decline.

It has partnered with the world's leading cancer cannabis researchers at Complutense University Madrid in Spain to conduct certain pre-clinical work testing cannabis-based formulations known to have an effect in humans in order to generate data packs in a form expected by regulators and the pharmaceutical industry. A similar programme is in place with the Australian Telethon Kids Institute targeting paediatric brain cancer and Curtin University targeting pancreatic cancer and cognitive decline.