

AHL

AHALIFE HOLDINGS LIMITED

Sydney, Australia and Columbus, OH, USA
29 May 2019: AHAlife Holdings Limited (ASX:AHL)

ASX/Media Release

Company Update, \$2m Placement and Launch of Share Purchase Plan

AHAlife Holdings Limited (**Company** or **AHAlife**) is pleased to provide the following Company update and information in relation to a Placement and Share Purchase Plan (**SPP**).

Company Update

Since acquiring Design Milk on 28 February 2019, the AHL team has moved swiftly to launch two new lifestyle-curated Design Milk e-commerce sites, Design Milk Everyday—a marketplace for everyday modern design items—and Design Milk Travels, an online destination for uniquely designed travel products and content. We are in the process of introducing these new sites to Design Milk’s global community of 7.2m (aggregate) social media supporters.

The AHL portfolio now includes:

6 e-commerce websites:

www.ahalife.com

www.kaufmann-mercantile.com

www.designmilkeveryday.com

www.designmilktravels.com

www.adorn-milk.com

www.shopmilkfactory.com

2 media/content websites:

www.design-milk.com

www.dog-milk.com

We are integrating and refining our portfolio of websites to ensure the experience between content and commerce is smooth and intuitive. Our future plans include the careful expansion of Design Milk into other curated lifestyle segments, including Pets, Kids, and Trade/B2B.

Further supporting the expansion of Design Milk is our pop-up retail concept, Milk Stand, which recently headlined at ICFE, the anchor event of New York Design Week. More pop-up events are scheduled throughout the year.

Our mission is to share what is new in the world of design with our community. Since launch, we have introduced nearly 100 new brands and connected with a further 600 that we plan to showcase over the coming months. Our network and relationships are key to this mission, and we are excited about discovering new and fun ways to share our passion for design with our engaged, global community.

To support the development of these new marketplaces, AHAlife is pleased to announce that it has obtained commitments from institutional, sophisticated, and professional investors for a placement (**Placement**) of 303,857,142 fully paid ordinary shares (**Placement Shares**) at an issue price of 0.7 cents (\$0.007) per Placement Share that will raise approximately \$2.127 million before costs.

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The Placement will be undertaken in two tranches, with the first tranche (**Tranche 1**) to be issued under the Company's existing capacity under ASX Listing Rules 7.1 and 7.1A, and the second tranche (**Tranche 2**) subject to Shareholder approval.

Placement Details

Under Tranche 1 of the Placement, the Company will be issuing 74,915,761 Placement Shares by utilising its existing capacity under ASX Listing Rule 7.1, and the Company will be issuing 67,636,067 Placement Shares by utilising its existing capacity under ASX Listing Rule 7.1A.

Under Tranche 2 of the Placement, the Company will be seeking Shareholder approval to issue 161,305,314 Placement Shares at a price of 0.7 cents (\$0.007) per Placement Share, of which 53,571,427 Placement Shares will be issued to the Directors of the Company. The Company anticipates that the Shareholders' meeting will be held in July 2019 (**EGM**).

Participants in the Placement are institutional and high-net-worth investors, as well as members of the board of the Company (**Directors**). Approval to issue Placement Shares to related parties (which includes the Company's Directors) will be sought at the Company's EGM.

Tranche 1 Placement Shares will be issued on 5 June 2019.

SPP Details

In conjunction with the Placement, the Company is pleased to announce that it intends to offer eligible Shareholders of the Company (being those holders of fully paid shares with an address on the Company's Register of Shareholders in Australia or New Zealand at the Record Date of 7.00pm, 28 May 2019) the opportunity to apply for new, fully paid ordinary shares (**SPP Shares**) in the Company under a Share Purchase Plan (**SPP**) at an issue price of 0.7 cents (\$0.007) per SPP Share to increase their holding by up to \$15,000. The SPP will not be underwritten. The SPP will be conducted pursuant to ASX Listing Rule 7.2 (exception 15).

The issue price per SPP Share represents an 11.3% discount to the volume weighted average price (**VWAP**) of the Company's Shares over the last 5 days, on which trading of the Company's Shares were recorded prior to this announcement.

Those eligible Shareholders wishing to apply for SPP Shares are encouraged to do so as soon as possible by following the directions contained in the SPP Offer Booklet, which will be mailed to them on or around 5 June 2019. Full details of the SPP will be contained in the SPP Offer Booklet.

For those eligible Shareholders holding less than a marketable parcel of Shares (i.e. a holding valued less than \$500), the SPP also offers an opportunity to increase their shareholding to a marketable parcel.

The Company will accept applications from all eligible Shareholders under the SPP, subject to limitations under the ASX Listing Rules and Corporations Act. The Directors reserve the right to scale back SPP acceptances at its discretion. The offers under the SPP are non-renounceable and non-transferable and, therefore, eligible Shareholders cannot transfer their right to purchase SPP Shares to a third party.

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Each of the Placement Shares and SPP Shares will rank equally in all respects with the existing fully paid ordinary shares in the Company. Shareholder approval is not required for the SPP.

Funds raised under the Placement and SPP will be used to support the Company's growth strategy, support the recent launch of two new Design Milk websites, and develop and launch additional e-commerce websites.

Key dates for the Placement and the SPP*

An indicative timetable is provided below. The SPP is currently scheduled to close on 26 June 2019; however, the timetable is subject to change and therefore shareholders are encouraged to lodge their applications ahead of the advertised Closing Date.

Event	Date*
SPP Record Date	7.00pm, 28 May 2019
Announcement of Placement and SPP	29 May 2019
Issue of Tranche 1 Placement Shares	5 June 2019
Despatch of SPP Offer Booklet	5 June 2019
SPP Opening Date	5 June 2019
SPP Closing Date	26 June 2019
Allotment of SPP Shares	27 June 2019
EGM to approve Tranche 2	July 2019
Issue of Tranche 2 Placement Shares	If Shareholder approval is obtained, as soon as practicable after the EGM

*Please note that the dates set out above are indicative only and subject to change without notice. Any change in the timetable does not affect any rights or obligations you have as a result of accepting the SPP.

For further inquiries, please contact:

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About AHAlife Holdings Limited (ASX:AHL)

AHL owns and operates a proprietary e-commerce platform for premium lifestyle and design products. The Company recently acquired Design Milk, a world-renowned, award-winning digital media company that has covered the design industry and built an engaged community over the past 13 years. Together, AHL and Design Milk become the main support and global resource for independent brands, designers, and industry specialists across the worlds of art, architecture, interior design, furniture, fashion and technology.

For more information, please contact AHL Investor Relations.