

**CollPlant Holdings Ltd.**

("the Company")

June 9, 2016

Att:

TASE

[www.isa.gov.il](http://www.isa.gov.il)

Att:

Tel Aviv Stock Exchange Ltd.

[www.tase.co.il](http://www.tase.co.il)

**Re: Notice of the Results of the Offering under the Shelf Offering Memorandum**

The Company is pleased to hereby announce, in accordance with section 30 of the Securities Law 1968 and the Securities Regulations (Notice of the Results of the Offer under a Prospectus) 1969, the results of the Company's offering of its securities by way of the non-uniform offering to 7 institutional investors ("the Institutional Investors") and the offering of its securities by way of the uniform offering to the public, at the same terms, pursuant to regulation 11(A)(1) of the Securities Regulations (Method of Offering Securities to the Public) 2007 ("Method of Offering Regulations"), all under the Company's shelf offering memorandum dated June 9, 2016<sup>1</sup> issued under the Company's Shelf Prospectus dated November 25, 2014 (Ref. No. 2014-01-202704) ("the Shelf Offering Memorandum"), and as set out hereunder.

1. Under the Shelf Offering Memorandum, the Company offered securities as follows:

1.1. **Non-uniform offering**

Up to 28,169,500 ordinary shares, nominally listed, of NIS 0.01 par value each of the Company ("the Ordinary Shares" or "the Shares") **and** up to 28,169,500 nominally listed options (Series K) exercisable for Ordinary Shares of the Company were offered to the Institutional Investors, so that each Option (Series K) is exercisable for one Ordinary Share against cash payment of the exercise price of NIS 0.60 per Option (Series K) (unlinked to any index or currency), subject to the provisions as set out in the Shelf Offering Memorandum.

1.2. **Uniform offering**

Up to 5,634,000 Ordinary Shares offered to the public **and** up to 5,634,000 nominally listed Options (Series K) that are exercisable for up to 5,634,000 Ordinary Shares that were offered to the public ("the Offered Options (Series K)")

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<sup>1</sup> The Company's Shelf Offering Memorandum dated June 9, 2016 (Ref. No. 2016-01-047799) is noted herein by way of reference.

(The offered Ordinary Shares and Options (Series K) will together be called hereafter: "the Offered Securities").

- 1.3. The Offered Securities were issued in 67,607 units ("Offered Units") of which up to 56,339 units were offered under the non-uniform offering to Institutional Investors, where each unit consisted of: 500 Ordinary Shares and 500 Options (Series K) ("a Unit") at the uniform price for each Unit set at NIS 175 ("the Uniform Price per Unit") and up to 11,268 Units were offered to the public under a uniform offering, where each Unit was offered at the same terms, i.e. at the uniform price per Unit.
- 1.4. The non-uniform offering was secured in part by underwriting, as set out in the Shelf Offering Memorandum.
- 1.5. The Underwriters were not given the option of over-allotment.
2. The period for submitting subscriptions for purchasing the Offered Units opened on Thursday June 9, 2016 at 12:00 noon and closed on Thursday June 9, 2016 at 7:00 PM.

Below are the results of the offering to the Institutional Investors and to the public under the Shelf Offering Memorandum:

- 2.1. Under the non-uniform offering, subscriptions were received from Institutional Investors for the purchase of 59,493 Units. The number of units issued to them is a total of 56,339 Units for a total amount of NIS 9.8 million. All the Units were sold to Institutional Investors at the uniform price per Unit, without any benefit or discount.
- 2.2. Under the uniform offering, and at the method of allotting units to subscribers under the Shelf Offering Memorandum, 44 subscriptions were received from the public for the purchase of 41,866 Units. The total of the foregoing subscriptions is 3.7 times the number of Units offered to the public under the Shelf Offering Memorandum. In view of the excess demand for Units under the public offering, each subscriber will receive 26.91% of their subscription ("the Allotment Ratio"), in the manner described in section 3.19 of the Shelf Offering Memorandum, at the uniform price per Unit. In order to comply with the limited number of Units offered to the public under the Shelf Offering Memorandum, fractional units received as a result of allotting the Units to the subscribers at the Allotment Ratio, will be rounded down. As a result of such foregoing rounding down of fractional units, the Company allotted a total number of 11,246 Units to subscribers and a total of 22 Units to the Broker Manager (as defined in the Shelf Offering Memorandum).
- 2.3. Pursuant to the terms of the Shelf Offering Memorandum, under the non-uniform offering and the standard offering, all the Offered Securities at a total of 67,607 Units

were allotted ("Total Number of Units") that contain 33,803,500 Ordinary Shares and 33,803,500 Options (Series K) of the Company.

3. Of the foregoing Total Number of Units, a few were allotted to interested parties in the Company, as set out below: (a) 16,363 Units in the amount of NIS 2,860 thousands were allotted to Meitav Dash Provident and Pension Ltd. under the non-uniform offering; (b) 4,572 Units in the amount of NIS 800 thousand were allotted to Docor Levi Lassen BV under the non-uniform offering; (c) with regard to Mr. Ami Sagi, as at reporting date the Company has not yet received report from Mr. Sagi regarding his participation and the actual number allotted to under the uniform offering.
4. The immediate (gross) proceeds received by the Company for the total number of Units offered in the uniform offering and the non-uniform offering under the Shelf Offering amounts to NIS 11.8 million.
5. The Company wishes to thank the Institutional Investors and the public for their participation in the offering under the Shelf Offering Memorandum.

Sincerely,

CollPlant Holdings Ltd.

Signatories on behalf of the Company:

Yehiel Tal, CEO

Eran Rotem, CFO