UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

[redacted] Individually and On Behalf of All Others Similarly Situated,

Plaintiff,

v.

UNILIFE CORPORATION, ALAN SHORTALL, JOHN RYAN, R. RICHARD WIELAND II, DENNIS P. PYERS, DAVID C. HASTINGS, and JIM BOSNJAK,

Defendants.

Case No.:

CLASS ACTION COMPLAINT FOR VIOLATIONS OF THE FEDERAL SECURITIES LAWS

JURY TRIAL DEMANDED

Plaintiff [redacted] ("Plaintiff"), by and through his attorneys, alleges the following upon information and belief, except as to those allegations concerning Plaintiff, which are alleged upon personal knowledge. Plaintiff's information and belief is based upon, among other things, his counsel's investigation, which includes without limitation: (a) review and analysis of regulatory filings made by Unilife Corporation ("Unilife" or the "Company"), with the United States ("U.S.") Securities and Exchange Commission ("SEC"); (b) review and analysis of press releases and media reports issued by and disseminated by Unilife; and (c) review of other publicly available information concerning Unilife.

NATURE OF THE ACTION AND OVERVIEW

1. This is a class action on behalf of purchasers of Unilife securities between February 3, 2014 and May 23, 2016, inclusive (the "Class Period"), seeking to pursue remedies under the Securities Exchange Act of 1934 (the "Exchange Act").

2. Unilife is a designer, manufacturer, and supplier of innovative injectable drug delivery systems that can purportedly enhance and differentiate the injectable drugs, biologics and vaccines, or collectively, injectable therapies, of the Company's pharmaceutical and biotechnology customers.

3. On May 8, 2016, the Company disclosed to investors that it was postponing its earnings conference call, originally scheduled for May 9, 2016 due to the discovery of violations of Company policies and procedures and possible violations of law and regulation by the Company's "former Chief Executive Officer" and by the "former Chairman of the Company's Board of Directors who resigned in 2015." The Company also announced that it was investigating the issues' potential impact on financial reporting and internal controls over financial reporting, related to the Company's previously-issued financial statements, current

interim financial information, and management's certifications. Finally, the Company disclosed that it expected to delay filing its quarterly Form 10-Q for the period ended March 31, 2016.

4. On this news, Unilife's stock price fell $1.50[1] per share, or more than 29%, to close at $3.60 per share on May 9, 2016, on unusually heavy trading volume.

5. On May 11, 2016, after the market closed, Unilife filed a Notification of Late Filing on Form 12b-25 with the SEC. Therein, the Company disclosed that Unilife's current management team discovered violations of the registrant's policies and procedures and possible violations of law and regulation by the registrant's former Chief Executive Officer ("CEO") and by the former Chairman of the registrant's Board of Directors who resigned in 2015. The Company also announced that it was investigating the violations' potential impact on financial reporting and internal controls over financial reporting, related to previously-issued financial statements, current interim financial information, and management's certifications. Finally, the Company disclosed that, as a result of the foregoing, the Company was unable to file its Quarterly Report on Form 10-Q for the period ended March 31, 2016 by the prescribed filing deadline.

6. On this news, Unilife's stock price fell $0.30 per share, or 8.1%, to close at $3.40 per share on May 12, 2016, on unusually heavy trading volume. The stock price continued to decline, falling another $0.28 per share, or 9.1%, to close at $3.12 per share on May 13, 2016, on unusually heavy trading volume.

7. On May 23, 2016, after the market closed, the Company disclosed that it received a letter from The NADSAQ Stock Market LLC notifying the Company that it was not in compliance with NASDAQ Listing Rule 5250(c)(1) because it has not filed its Form 10-Q for

[1] On May 13, 2016, Unilife executed a 1 for 10 reverse stock split. All stock prices herein are post-split prices.

the period ended March 31, 2016 in a timely manner with the SEC. The Company also disclosed that it was continuing to investigate the matters in connection with the delay and their potential impact on financial reporting and internal controls over financial reporting, related to previously-issued financial statements, current interim financial information, and management's certifications.

8. On this news, Unilife's stock price fell $0.31 per share, or more than 10%, to close at $2.64 per share on May 24, 2016, on unusually heavy trading volume.

9. Throughout the Class Period, Defendants made false and/or misleading statements, as well as failed to disclose material adverse facts about the Company's business, operations, and prospects. Specifically, Defendants made false and/or misleading statements and/or failed to disclose: (1) that the Company's former CEO and former Chairman of the Board of Directors had violated the Company's policies and procedures and had engaged in violations of law and regulation; (2) that the Company lacked adequate internal controls over accounting and financial reporting; (3) that, as a result, the Company would be unable to file its Quarterly Report on Form 10-Q for the period ended March 31, 2016 by the prescribed filing deadline; and (4) that, as a result of the foregoing, the Company's financial statements, as well as Defendants' statements about Unilife's business, operations, and prospects, were false and misleading and/or lacked a reasonable basis.

10. As a result of Defendants' wrongful acts and omissions, and the precipitous decline in the market value of the Company's securities, Plaintiff and other Class members have suffered significant losses and damages.

JURISDICTION AND VENUE

11. The claims asserted herein arise under Sections 10(b) and 20(a) of the Exchange

Act (15 U.S.C. §§78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder by the SEC (17 C.F.R. § 240.10b-5).

12. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §1331 and Section 27 of the Exchange Act (15 U.S.C. §78aa).

13. Venue is proper in this Judicial District pursuant to 28 U.S.C. §1391(b) and Section 27 of the Exchange Act (15 U.S.C. §78aa(c)). Substantial acts in furtherance of the alleged fraud or the effects of the fraud have occurred in this Judicial District. Many of the acts charged herein, including the dissemination of materially false and/or misleading information, occurred in substantial part in this Judicial District. In addition, the Company's shares are traded within this Judicial District.

14. In connection with the acts, transactions, and conduct alleged herein, Defendants directly and indirectly used the means and instrumentalities of interstate commerce, including the United States mail, interstate telephone communications, and the facilities of a national securities exchange.

PARTIES

15. Plaintiff [redacted] as set forth in the accompanying certification, incorporated by reference herein, purchased Unilife common stock during the Class Period, and suffered damages as a result of the federal securities law violations and false and/or misleading statements and/or material omissions alleged herein.

16. Defendant Unilife is a Delaware corporation with its principal executive offices located at 250 Cross Farm Lane, York, Pennsylvania 17406.

17. Defendant Alan Shortall ("Shortall") was, at all relevant times, Chairman and CEO of Unilife until March 11, 2016.

18. Defendant John Ryan ("Ryan") was, at all relevant times, Secretary and General Counsel of Unilife from May 8, 2014 through the end of the Class Period. Ryan also served as Interim President and CEO of Unilife from March 14, 2016, after Shortall's departure, through the end of the Class Period.

19. Defendant R. Richard Wieland II ("Wieland") was, at all relevant times, Chief Financial Officer ("CFO") of Unilife until March 12, 2014.

20. Defendant Dennis P. Pyers ("Pyers") was, at all relevant times, Interim CFO of Unilife from March 12, 2014 until February 23, 2015. Pryer also served as the Company's Controller and Chief Accounting Officer from July 2010 through the end of the Class Period.

21. Defendant David C. Hastings ("Hastings") was, at all relevant times, CFO of Unilife from February 23, 2015, through the end of the Class Period.

22. Defendant Jim Bosnjak ("Bosnjack") was, at all relevant times, a Director of Unilife until August 24, 2015. Bosnjak was also Chariman of the Board from approximately 2006 to 2013.

23. Defendants Shortall, Ryan, Wieland, Pyers, Hastings, and Bosnjak are collectively referred to hereinafter as the "Individual Defendants." The Individual Defendants, because of their positions with the Company, possessed the power and authority to control the contents of Unilife's reports to the SEC, press releases and presentations to securities analysts, money and portfolio managers and institutional investors, *i.e.*, the market. Each defendant was provided with copies of the Company's reports and press releases alleged herein to be misleading prior to, or shortly after, their issuance and had the ability and opportunity to prevent their issuance or cause them to be corrected. Because of their positions and access to material non-public information available to them, each of these defendants knew that the adverse facts

specified herein had not been disclosed to, and were being concealed from, the public, and that the positive representations which were being made were then materially false and/or misleading. The Individual Defendants are liable for the false statements pleaded herein, as those statements were each "group-published" information, the result of the collective actions of the Individual Defendants.

SUBSTANTIVE ALLEGATIONS

Background

24. Unilife is a designer, manufacturer, and supplier of innovative injectable drug delivery systems that can purportedly enhance and differentiate the injectable drugs, biologics and vaccines, or collectively, injectable therapies, of the Company's pharmaceutical and biotechnology customers.

Materially False and Misleading Statements Issued During the Class Period

25. The Class Period begins on February 3, 2014. On that day, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For Fiscal Year 2014 Second Quarter." Therein, the Company, in relevant part, stated:

> **York, PA (February 3, 2014)** Unilife Corporation ("***Unilife***" or "***Company***") (NASDAQ:UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the quarter ended December 31, 2013, (the second quarter of Fiscal Year 2014).
>
> **Recent Highlights**
>
> - In November 2013, Unilife signed a long-term commercial supply contract with Hikma Pharmaceuticals PLC ("Hikma") for the use of Unifill® prefilled syringes with an initial list of 20 generic injectable drugs. Product sales to Hikma will commence in early calendar 2014, with a minimum 175MM units per year to be purchased following a high-volume ramp program. In addition to product sales, Unilife expects to receive $40 million in upfront and milestone payments over the next two years. Unilife received the first payment of $5 million from Hikma during

the second quarter of fiscal year 2014. Additional milestone payments have also been received during the third quarter of fiscal year 2014.

- In November 2013, Unilife signed an agreement with MedImmune, the global biologics arm of AstraZeneca, to customize and supply devices from its platform of wearable injectors for use with several target drug candidates from MedImmune's portfolio. Unilife is receiving regular payments from MedImmune under the contract.

- In December 2013, Unilife signed a contract with a global pharmaceutical company seeking to use Unilife's Ocu-ject™ delivery system to deliver a target injectable therapy into the eye. Revenue under the program is scheduled to commence during the third quarter of fiscal year 2014.

- In December 2013, Unilife signed an agreement with Novartis to supply clinical products from one of its platforms of injectable drug delivery systems for use with a targeted early stage pipeline drug. Unilife began to generate revenue under the Novartis under the program during the second quarter of fiscal year 2014. Additional payments are expected as the program continues this calendar year.

- Unilife also continues to receive milestone payments and revenue from other customer programs. This includes $5 million in payments from Sanofi during the first quarter of fiscal year 2014, with an additional $5 million being received during the current third quarter of fiscal year 2014. In total, Unilife has invoiced for more than $20 million since the start of fiscal year 2014, with the majority of that cash having been received since November 2013.

Mr. Alan Shortall, CEO of Unilife, commented: "This has been a strong quarter for Unilife, in which momentum continues to build. Many significant new long-term contracts have been signed with leading pharmaceutical companies including Novartis, MedImmune and Hikma. Milestone payments and revenue are increasing as a result of our execution of these and other customer programs. I expect this pace to continue as additional contracts progressively emerge from our large, expanding commercial pipeline."

Financial Results for Three Months Ended December 31, 2013

Revenue for the three months ended December 31, 2013, was $3.6 million compared to $0.7 million for the same period in 2012.

The Company's net loss for the three months ended December 31, 2013, was $16.3 million, or $0.17 per share, compared to a net loss of $14.6 million, or $0.19 per share, for the same period in 2012. Adjusted net loss for the three months ended December 31, 2013, was $8.3 million, or $0.08 per share,

> compared to $9.7 million, or $0.12 per share, for the same period in 2012. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization and interest expense.
>
> Unilife reported $6.7 million of total cash and cash equivalents, including restricted cash, as of December 31, 2013. This does not include $6.2 million in cash generated under the Company's ATM facility with Cantor Fitzgerald in January 2014.

26. On February 10, 2014, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended December 31, 2013. The Company's Form 10-Q was signed by Defendant Wieland, and reaffirmed the Company's financial results previously announced on February 3, 2014.

27. The Company's Form 10-Q contained certifications pursuant to the Sarbanes-Oxley Act of 2002 ("SOX"), signed by defendants Shortall and Wieland, who certified:

> 1. I have reviewed this quarterly report on Form 10-Q of Unilife Corporation;
>
> 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
>
> 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
>
> 4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
>
> (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period

in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

28. On May 12, 2014, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For Fiscal Year 2014 Third Quarter." Therein, the Company, in relevant part, stated:

> YORK, Pa., May 12, 2014 /PRNewswire/ -- Unilife Corporation ("***Unilife***" or "***Company***") (NASDAQ: UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the quarter ended March 31, 2014, ("the third quarter of Fiscal Year 2014" or

"Current Quarter").

Recent Highlights

- Generated $22.6 million in cash receipts from customers during the first nine months of Fiscal Year 2014. $10.9 million in cash receipts was generated during the Current Quarter.

- Entered into a $60 million debt financing with an affiliate of OrbiMed ("OrbiMed") in March 2014. $40 million was received by Unilife upon closing. Provided the Company is in compliance with the terms of the agreement, two additional tranches of $10 million each will be provided to Unilife in December 2014 and June 2015.

- Deferred revenue increased by $8.3 million to $18.4 million as of March 31, 2014. Deferred revenue reflects the difference between cash receipts from customers and recognized revenue. Deferred revenue will be recognized in future periods, in accordance with the appropriate milestones or amortization schedules.

- Revenue for the third quarter of Fiscal Year 2014 was $1.4 million. $2.7 million in revenue which was anticipated to be recognized during theCurrent Quarter has instead already been recognized in the fourth quarter of Fiscal Year 2014 based on the timing of the receipt of certain documentation. This $2.7 million will be incremental to the anticipated revenue recognized for the fourth quarter of Fiscal Year 2014.

- Management expects Fiscal Year 2014 recognized revenue to be in the range of $12 million to $15 million.

- As of March 31, 2014, Unilife was generating cash receipts from ten ongoing customer programs, including several programs relating to the Company's wearable injector platform.

- Continued scale-up of manufacturing in preparation for the start of commercial sales of one of the products from the Unifill® platform in the first quarter of Fiscal Year 2015, and two other products from the Unifill platform in the second quarter of Fiscal Year 2015.

Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "This has been another strong quarter for Unilife, where we continue to execute on existing and new customer agreements. Our financial position continues to improve as we increase our cash receipts, expand our base of customers, narrow our loss and strengthen the balance sheet. In addition to generating cash receipts from ten ongoing customer programs, we secured a $60 million debt financing with one of the world's most reputable healthcare investors.

"We have a clear pathway to profitability based on existing customization and supply agreements secured to-date. I expect a strong finish for Fiscal Year 2014 as we continue to expand customer relationships, and scale-up manufacturing in the lead-up to the start of commercial sales for three separate products from the Unifill platform of prefilled syringes during the first two quarters of Fiscal Year 2015," Mr. Shortall said.

Financial Results for Three Months Ended March 31, 2014

Revenue for the third quarter of Fiscal Year 2014 was $1.4 million, compared to $0.7 million for the same period in 2013. Revenue of $2.7 million that was anticipated to be recognized during the Current Quarter has instead already been recognized in the fourth quarter of Fiscal Year 2014 based on the timing of the receipt of certain documentation. This $2.7 million will be incremental to the anticipated revenue recognized for the fourth quarter of Fiscal Year 2014.

Revenue for the nine months ended March 31, 2014 was $8.1 million, compared to $2.1 million for the same period in 2013.

Deferred revenue increased by $8.3 million to $18.4 million as of March 31, 2014.

The Company's net loss for the three months ended March 31, 2014, was $15.1 million, or $0.15 per share, compared to a net loss of $14.1 million, or$0.17 per share, for the same period in 2013. Adjusted net loss for the three months ended March 31, 2014, was $11.7 million, or $0.12 per share, compared to $9.4 million, or $0.12 per share, for the same period in 2013. This increase in adjusted net loss is primarily attributable to increased investment in R&D. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization and interest expense.

Unilife reported $39.7 million of total cash and cash equivalents, including restricted cash, as of March 31, 2014.

Fiscal 2014 Outlook

Management expects FY 2014 recognized revenue to be in the range of $12 million to $15 million.

29. On the same day, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended March 31, 2014. The Company's Form 10-Q was signed by Defendant Pyers, and reaffirmed the Company's financial results announced in the press release

issued on the same day. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Pyers, substantially similar to the certifications described in ¶27, *supra*.

30. On September 9, 2014, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For the Fourth Quarter and Full Fiscal Year 2014." Therein, the Company, in relevant part, stated:

> YORK, Pa., Sept. 9, 2014 /PRNewswire/ -- Unilife Corporation ("***Unilife***" or "***Company***") (NASDAQ: UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the fiscal fourth quarter and full fiscal year ending June 30, 2014.
>
> **Recent Highlights**
>
> - Revenue for the Full Fiscal Year of 2014 was $14.7 million, an increase of approximately $12 million or over 400% compared to the prior year. Deferred revenue, which is cash that has been collected and is expected to be recognized within the coming 24 months, for the Full Fiscal Year of 2014 increased to $13.3 million.
>
> - Cash receipts from customers were $23.7 million for the Full Fiscal Year of 2014, an increase of $22.5 million compared to the prior year.
>
> - The net operating cash flow loss was narrowed by 20% over the year before, despite a significant increase in R&D investments. Over half of the Company's total annual operating expenses were invested in R&D during the Full Fiscal Year of 2014.
>
> - At the end of the fourth quarter of Fiscal Year 2014, Unilife had 12 active customer programs, an increase of two programs since the end of the prior quarter, across all six of its product platforms.
>
> - Since July 1, 2014, Unilife has commenced commercial sales of the Unifill® syringe utilizing an existing commercial manufacturing line. Commercial sales of other products from the Unifill family, including the Unifill Finesse® and the Unifill Nexus™, are scheduled to commence during the middle of the 2015 fiscal year on additional manufacturing lines that are either in the process of being configured or are now operational and in the process of being qualified.
>
> Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "Fiscal 2014 was a year of rapid growth in revenue, customers, supply agreements and production capabilities. Having made significant investments in R&D during the last three

years, we have achieved a critical mass in product range, capabilities and industry expertise. Those investments are now generating revenue at an attractive growth rate as we enter into and execute upon supply agreements with a growing number of pharmaceutical customers."

"During Fiscal Year 2015, we look forward to achieving significant growth in revenue via commercial sales, customization fees and upfront payments from a multitude of customers and active programs. In parallel, we expect to increase capital expenditures in response to growing customer demand while moderating our investments in R&D and keeping SG&A largely stable. We also look forward to completing a number of additional significant supply agreements, which have taken longer than originally anticipated to complete but are now approaching the finish line. Based upon current cash on hand including the recently completed ATM, along with scheduled payments under existing and imminent agreements, we feel confident that we will have sufficient cash to offset our full year operating activities for fiscal 2015," Mr. Shortall concluded.

Financial Results for the Full Fiscal Year 2014

Revenue for the Full Fiscal Year of 2014 was $14.7 million, compared to $2.7 million for the same period in 2013. Deferred revenue increased to $13.3 million as of June 30, 2014. The Company's net loss for the Full Fiscal Year of 2014 was $57.9 million, or $0.59 per share, compared to a net loss of$63.2 million, or $0.78 per share, for fiscal year 2013.

Adjusted net loss for the Full Fiscal Year of 2014 was $38.8 million, or $0.40 per share, compared to $38.0 million or $0.47 per share for the prior year. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments.

Unilife reported $10.8 million in total cash and restricted cash at the end of Fiscal Year 2014, which ended on June 30, 2014. This does not include$12.4 million in net proceeds generated through the completion of our ATM facility in August 2014, or other cash receipts generated by customers sinceJuly 1, 2014.

31. On September 15, 2014, Unilife filed its Annual Report with the SEC on Form 10-K for the fiscal year ended June 30, 2014. The Company's Form 10-K was signed by Defendant Shortall, and reaffirmed the Company's financial results previously announced on September 9, 2014. The Form 10-K contained certifications pursuant to SOX, signed by Defendants Shortall and Pyers, substantially similar to the certifications described in ¶27, *supra*.

32. On November 10, 2014, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For the First Quarter of Fiscal Year 2015." Therein, the Company, in relevant part, stated:

> **York, PA (November 10, 2014)** Unilife Corporation ("***Unilife***" or "***Company***") (NASDAQ:UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the first quarter of Fiscal Year 2015 ending September 30, 2014.
>
> **Recent Highlights**
>
> - In October, Unilife announced the signing of a worldwide Master Services and Commercial Supply Agreement with Sanofi to be the sole provider of cartridge based wearable injectors for all of Sanofi's applicable large dose volume drugs, excluding insulins, for a minimum of 15 years. Additionally the agreement will allow Sanofi to make Unilife's wearable injectors available to its partners for use with applicable molecules under joint collaborations.
>
> - At the end of the first quarter of Fiscal Year 2015, Unilife had 15 active customer programs, an increase of three programs since the end of the prior quarter, across all six of its product platforms.
>
> - Revenue for the first quarter of Fiscal Year 2015 was $1.4 million. Deferred revenue was $15.6 million, which is expected to be recognized within 24 months.
>
> - Net cash used in operating activities was $13.1 million for the first quarter of Fiscal Year 2015, an increase of $3.7 million or 39% compared to the same quarter in the prior year, and a $6.9 million decrease or 34% from the fourth quarter of Fiscal Year 2014.
>
> - Subsequent to the end of the first quarter of Fiscal Year 2015, Unilife received additional cash payments from customers and a total of $20 million from OrbiMed.
>
> During the first quarter of Fiscal Year 2015, Unilife commenced initial commercial sales of the Unifill® syringe utilizing an existing commercial manufacturing line. Commercial sales of other products from the Unifill family, including the Unifill Finesse® and the Unifill Nexus™, are scheduled to commence during the rest of this fiscal year on additional manufacturing lines that are either in the process of being configured or are now operational and in the process of being qualified. Sales of other Unilife products, including wearable injectors, are also scheduled to commence this fiscal year.

Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "Fiscal 2015 is set to be a year of rapid growth in revenue, customers, supply agreements and production capabilities. We look forward to continuing to generate significant growth in revenue via commercial sales, customization fees and upfront payments from a multitude of customers and active programs. In parallel, we expect to increase capital expenditures in response to growing customer demand while moderating our investments in R&D and SG&A. We also look forward to completing a number of additional significant supply agreements.

"We are on track to generate at least an additional $30 million in cash receipts from customers during the final three quarters of Fiscal Year 2015. There is significant upside potential beyond this range as we look to finalize a number of additional agreements between now and the end of the fiscal year." Mr. Shortall concluded.

Financial Results for the First Quarter of Fiscal Year 2015

Revenue for the first quarter of Fiscal Year 2015 was $1.4 million, compared to $3.2 million for the same period in the prior year. Deferred revenue was $15.6 million as of September 30, 2014. The Company's net loss for the first quarter of Fiscal Year 2015 was $22.3 million, or $0.21 per share, compared to a net loss of $11.2 million, or $0.12 per share, for the same period in the prior year. Net cash used in operating activities was $13.1 million for the first quarter of Fiscal Year 2015, an increase of $3.7 million or 39% compared to the same period in the prior year, and a $6.9 million decrease or 34% from the fourth quarter of Fiscal Year 2014.

Adjusted net loss for the first quarter of Fiscal Year 2015 was $15.9 million, or $0.15 per share, compared to $7.1 million or $0.08 per share for the same period in the prior year. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments, which is the non-cash adjustment in the Royalty agreement liability with OrbiMed.

Unilife reported $6.3 million in total cash and restricted cash at the end of the first quarter of Fiscal Year 2015. This does not include the receipt of $20.0 million funded by OrbiMed under the Amended Credit Agreement, or other cash receipts generated by customers since September 30, 2014.

33. On November 12, 2014, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended September 30, 2014. The Company's Form 10-Q was signed by Defendant Pyers, and reaffirmed the Company's financial results previously announced on

November 10, 2014. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Pyers, substantially similar to the certifications described in ¶27, *supra*.

34. On February 9, 2015, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For Fiscal Year 2015 Second Quarter." Therein, the Company, in relevant part, stated:

> YORK, Pa., Feb. 9, 2015 /PRNewswire/ -- Unilife Corporation ("Unilife" or "Company") (NASDAQ: UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the quarter ended December 31, 2014 ("the second quarter of Fiscal Year 2015", "2Q FY15" or "Current Quarter").
>
> **Recent Financial Highlights**
>
> - $7.3 million in cash receipts from customers in 2Q FY15
> - Quarterly revenue of $5.4 million, up 50% compared to prior year quarter
> - Deferred revenue of $17.1 million as of the end of 2Q FY15
> - Completed a U.S. public offering of common stock, bringing net proceeds to Unilife of $44.7 million in February 2015
>
> Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "We begin the second half of fiscal 2015 with strong momentum. Our large market opportunity is proven and expanding. Our ability to win uniquely in this market is now demonstrated and gaining strength. Our attractive business model is supported by our improving revenue performance. Our execution in customer programs and R&D investment has also been strong and remains firmly on track.
>
> "As of December 31, 2014, we had 20 active customer programs, an increase of 33% over the previous quarter and more than double this time last year. We expect that many of these programs are a prelude to future commercial sales and a leading indicator of some of the additional long-term supply agreements we anticipate signing.
>
> "As an indication of our continued execution, commercial shipments of products from our Unifill platform commenced and are expected to accelerate through fiscal 2015 and 2016. A second manufacturing line for our Unifill platform is now operational, with a third line nearing completion. During the first half of fiscal 2016, we expect to have surpassed sales of one million units from the Unifill platform. Several wearable injector programs are also underway, with

several others expected to commence with new and existing customers over the next few quarters. To support customer programs for wearable injectors, we have shipped over 80,000 devices or drug containers during the first half of fiscal 2015. We further expect to begin shipping clinical devices to customers for use in human drug trials during the first two quarters of fiscal 2016.

"As the number of active customer programs continues to increase and commercial device sales accelerate, we expect to continue the trend of reducing our net cash used in operating activities. An additional approximately $45 million from a completed U.S. offering of common stock has been added to the approximately $11 million in cash and cash equivalents on our balance sheet as of December 31, 2014. We further expect to generate $20 million in cash receipts from customers during the second half of fiscal 2015. We have sufficient cash on hand and to be generated from customer programs and commercial sales to support our operating activities through to at least the end of fiscal 2016. Additional agreements may further extend this cash runway," Mr. Shortall said.

Business Highlights

- In October 2014, Unilife announced a worldwide Master Services and Commercial Supply Agreement with Sanofi to be the sole provider of cartridge-based wearable injectors for all of Sanofi's applicable large-dose volume drugs, excluding insulins, for a minimum of 15 years. Additionally, the agreement will allow Sanofi to make Unilife's wearable injectors available to its partners for use with applicable molecules under joint collaborations.

- In November 2014, Unilife signed a Global Strategic Alliance Agreement with Flextronics, a leader in end-to-end supply chain solutions, as its global strategic partner to further expand the production capacity and scale-up capability of Unilife's product portfolio.

- In December 2014, Unilife signed a worldwide 10 year Commercial Supply Agreement with a global pharmaceutical customer for the use of the Depot-ject™ delivery system with an ocular injection therapy approved in the U.S. and Europe for the treatment of a high-prevalence disease of the retina.

- In January 2015, Unilife announced that David Hastings will join the Company on February 23, 2015, as Chief Financial Officer. Mr. Hastings most recently served as Chief Financial Officer at Incyte Corporation from 2003 to 2014.

- On January 20, 2015, Unilife filed a Form 8-K relating to a definitive global strategic agreement with a global biopharmaceutical company for the customization and supply of its injectable drug delivery systems for

> use with the customer's drug portfolio. The customer will pay $5 million for the exclusive right to form and enter into a mutually agreeable development and supply agreement with Unilife to include exclusive access to the Unifill Finesse™ prefilled syringe and the LISA™ reusable auto-injector for target therapies within the customer's drug portfolio for the treatment of autoimmune diseases, as well as associated exclusivity fees.

Financial Results for Three Months Ended December 31, 2014

Revenue for the Current Quarter was $5.4 million, compared to $3.6 million for the same period in the previous fiscal year.

Cash receipts from customers were $7.3 million in the Current Quarter.

The Company's net loss for the Current Quarter was $19.4 million, or $0.18 per share, compared to a net loss of $16.3 million, or $0.17 per share, for the same period in the previous fiscal year. Adjusted net loss for the Current Quarter was $12.5 million, or $0.12 per share, compared to $8.3 million, or$0.08 per share, for the same period in the previous fiscal year. This increase in adjusted net loss is primarily attributable to increased investment in R&D. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments.

Since the start of Fiscal Year 2015, deferred revenue increased by $3.9 million to $17.1 million.

Unilife had $10.8 million in total cash and cash equivalents, including restricted cash, as of December 31, 2014. In February 2015, Unilife completed a public offering of common stock in the United States. Unilife issued a total of 12,650,000 shares in the offering at a public price of $3.75 per share. The net proceeds from the offering to Unilife were $44.7 million.

35. On the same day, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended December 31, 2014. The Company's Form 10-Q was signed by Defendant Pyers, and reaffirmed the Company's financial results announced in the press release issued on the same day. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Pyers, substantially similar to the certifications described in ¶27, *supra*.

36. On May 11, 2015, Unilife issued a press release entitled, "Unilife Corporation

Announces Financial Results For Fiscal Year 2015 Third Quarter." Therein, the Company, in relevant part, stated:

> YORK, Pa., May 11, 2015 /PRNewswire/ -- Unilife Corporation ("Unilife" or "Company") (NASDAQ:UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the quarter ended March 31, 2015 ("the third quarter of Fiscal Year 2015", "3Q FY15" or "Current Quarter").
>
> Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "Our strategy to build long-term, strategic partnerships with pharmaceutical and biotechnology leaders continues to gather pace. In addition to a new partnership with a major pharmaceutical company disclosed in January, partnership discussions also advanced favorably with a number of other companies seeking long-term access to our products and services. In parallel, we continue to broaden many existing customer relationships beyond their original scope as initial programs accelerate and additional programs get ready to commence.
>
> "To support our growing base of customers and programs, we continue to expand the caliber of our team and operational capabilities. Our investment in R&D is also firmly aligned to addressing the needs of specific pharmaceutical companies so that we can further extend our competitive lead and penetrate other large, growing markets. As the value that we can provide to new and existing customers continues to accelerate, we expect these investments will further support our path to self-sustainability, and ultimately generate significant commercial revenue with attractive operating margins."
>
> **Business Highlights**
>
> - On January 20, 2015, Unilife filed a Form 8-K relating to a definitive global strategic agreement with a global biopharmaceutical company for the customization and supply of its injectable drug delivery systems for use with the customer's drug portfolio. The customer paid $5 million for the exclusive right to form and enter into a mutually agreeable development and supply agreement with Unilife to include exclusive access to the Unifill Finesse™ prefilled syringe and the LISA™ reusable auto-injector for target therapies within the customer's drug portfolio for the treatment of autoimmune diseases, as well as associated exclusivity fees.
>
> - As previously announced, David Hastings joined the Company on February 23, 2015, as Chief Financial Officer. Mr. Hastings most recently served as Chief Financial Officer at Incyte Corporation from 2003 to 2014. In April 2015, Unilife also announced the appointment of Richard L. Beckman, M.D. to the position of Senior Vice President and Chief

Medical Officer.

Financial Results for Three Months Ended March 31, 2015

Revenue for the Current Quarter was $2.9 million, compared to $1.4 million for the same period in the previous fiscal year. Cash receipts from customers were $8.9 million in the Current Quarter.

Since December 31, 2014, deferred revenue increased by $7.7 million to $24.8 million.

The Company's net loss for the Current Quarter was $23.1 million, or $0.20 per share, compared to a net loss of $15.1 million, or $0.15 per share, for the same period in the previous fiscal year. Adjusted net loss for the Current Quarter was $16.3 million, or $0.14 per share, compared to $11.7 million, or$0.12 per share, for the same period in the previous fiscal year. This increase in adjusted net loss is primarily attributable to increased investment in R&D. Adjusted net loss excludes $6.8 million of charges in the Current Quarter compared to $3.4 million for the same period in the previous fiscal year. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments.

Unilife had $39.2 million in total cash and cash equivalents, including restricted cash, as of March 31, 2015.

37. On the same day, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended March 31, 2015. The Company's Form 10-Q was signed by Defendant Hastings, and reaffirmed the Company's financial results announced in the press release issued on the same day. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Hastings, substantially similar to the certifications described in ¶27, *supra.*

38. September 14, 2015, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For the Fourth Quarter and Full Fiscal Year 2015." Therein, the Company, in relevant part, stated:

YORK, Pa., Sept. 14, 2015 /PRNewswire/ -- Unilife Corporation ("Unilife" or "Company") (NASDAQ:UNIS; ASX: UNS), a developer and supplier of

injectable drug delivery systems, today announced its financial results for the fiscal fourth quarter and full fiscal year ending June 30, 2015.

Following the development of the Imperium™ platform of insulin patch pumps announced last month, Unilife has now established a full portfolio of products and capabilities to serve customers across all target market segments. By completing the development stage of its strategy, the Company can now focus its resources entirely on the customization and commercialization of existing products under current and prospective customer supply agreements. Under a cost reduction and business realignment initiative implemented today, the Company has reduced its workforce by approximately 50 employees, or approximately 17% of its workforce, and the Company will significantly reduce its operating expenses in fiscal 2016.

Compared to the annualized run rate for operating expenses in the fourth quarter of fiscal year 2015, R&D expense in fiscal 2016 is anticipated to decrease by 25% to 30% and SG&A expense by approximately 20%. These comparisons exclude share-based compensation and depreciation expense. As a result of this initiative, we expect to record a charge of approximately $0.4 million for severance and related costs in the first fiscal quarter of 2016.

Mr. Alan Shortall, Chairman and CEO of Unilife, commented: "This cost reduction and realignment will enable us to dedicate resources to support customer ramp schedules under existing supply agreements, and enter into additional strategic relationships that represent attractive opportunities for growth. Active programs and discussions with all previously disclosed strategic customers are moving forward favorably."

"Cash receipts during fiscal 2016 are expected to remain lumpy due to the milestone-based nature of these existing programs, and the timing as to when additional upcoming agreements are formalized. While there is potential to receive upfront or exclusivity fees associated with some of these upcoming agreements, we expect that existing and future customization programs will continue to represent the majority of our cash receipts this fiscal year. Product shipments from device platforms including prefilled syringes and wearable injectors will also gradually increase this fiscal year to support customer timelines for commercial rollout and clinical drug trials, and become more meaningful as programs advance through the start of fiscal 2017 and beyond."

"In addition to cash receipts from existing and prospective customers, we have a number of other options available to manage our cash position, including a previously disclosed equity line and an ATM program. Furthermore, in response to third-party initiated expressions of interest, we have engaged Morgan Stanley to conduct a review of strategic alternatives to maximize shareholder value. This review may result in the acquisition of our Company, a strategic investment with one or more parties, and or the licensing of one or more of our proprietary

technologies," Mr. Shortall concluded.

Highlights from the Year

Commercial Development

Unilife's strategy to build long-term, strategic partnerships with pharmaceutical and biotechnology companies continued to gather pace during fiscal year 2015. The Company broadened relationships with multiple existing customers as initial programs accelerated, and preparations for work on additional programs commenced. Discussions with many additional pharmaceutical companies seeking long-term access to Unilife's products and services also advanced favorably.

In October 2014, Unilife announced the signing of a worldwide Master Services and Commercial Supply Agreement with Sanofi to be the sole provider of cartridge-based wearable injectors for all of Sanofi's applicable large dose volume drugs, excluding insulins, for a minimum 15 years. Additionally, the agreement will allow Sanofi to make Unilife's wearable injectors available to Sanofi's partners for use with applicable molecules under joint collaborations.

In December 2014, Unilife announced the signing of a worldwide 10-year Commercial Supply Agreement with a global pharmaceutical company for the use of the Depot-ject™ delivery system with an approved ocular injection therapy. The identity of the pharmaceutical company and its target therapy, which is approved in the U.S and Europe for the treatment of a high prevalence disease of the retina, remain confidential to protect the commercial interests of the customer. As previously disclosed, on January 15, 2015 Unilife entered into a definitive global strategic agreement with AbbVie Inc. for the customization and supply of its injectable drug delivery systems for use with AbbVie's drug portfolio. Unilife has been selected by AbbVie as a preferred partner for the customization and supply of innovative, differentiated drug delivery systems. AbbVie paid $5 million for the exclusive right to form and enter into a mutually-agreeable development and supply agreement with Unilife to include exclusive access to the Unifill Finesse™ prefilled syringe and the LISA™ reusable auto-injector for target therapies within AbbVie's drug portfolio for the treatment of auto-immune diseases, as well as associated exclusivity fees. The target therapies and conditions for which these systems will be used are confidential under the terms of the agreement.

Manufacturing

Unilife continued to increase the size and scale of its production facilities and operational infrastructure during fiscal year 2015. Multiple manufacturing lines are at various stages of use, assembly, installation and development across multiple device platforms, including prefilled syringes and wearable

injectors. Additional assembly lines are scheduled to become operational during fiscal year 2016. Product shipments to customers are scheduled to increase across multiple device segments during fiscal year 2016 to support the commercial rollout timelines of customers.

Product shipments from the Unifill platform are expected to continue to increase year over year and to become more meaningful in 2017 and beyond. In regards to Unilife's portfolio of wearable injectors, the Company successfully filled and qualified its products within standard high-speed biopharmaceutical drug filling operations. Shipments of wearable injectors for use in clinical trials are also scheduled to commence during the first half of fiscal year 2016.

To support the specific scale-up requirements of its customers, Unilife also commenced activities to double the size of its cleanroom space and expand the overall building footprint at its York, PA facility to accommodate additional manufacturing lines and production infrastructure.

Product Platforms

During fiscal year 2015, Unilife attained what it considers to be a critical mass of platform-based device technologies that can together accommodate virtually all types of injectable biologics, drugs and vaccines identified by the Company as attractive commercial opportunities for the generation of long-term supply agreements.

For previously disclosed device segments such as wearable injectors, prefilled syringes, smart reusable auto injectors and ocular delivery systems, the Company expanded its portfolio of product configurations and customization options available to pharmaceutical companies. This included the development of systems to permit data connectivity via Bluetooth LE and other wireless systems, that can be integrated within applicable products for use with smartphone apps to provide features such as patient reminders, status updates and data informatics.

In July 2015, Unilife announced the development of the Imperium™ platform of instant patch pumps for insulin. Imperium is a prefilled, disposable, multi-day wearable insulin pump that does not require filling or assembly by the patient and that is customizable to meet the specific needs of insulin providers, insulin therapies, and patients. Because it is prefilled and pre-assembled like an insulin pen, only three intuitive steps are required to commence continuous subcutaneous insulin infusion, with on-demand bolus delivery available to the user via the simple push of a button. Unilife is in discussions with a number of diabetes industry leaders regarding the potential long-term commercial supply of Imperium with specific brands of insulin.

Financial Results for the Full Fiscal Year and Fourth Quarter of 2015

Revenue for the fourth quarter of fiscal year 2015 and for the fiscal year 2015 was $3.5 million and $13.2 million, respectively. This compares to revenue in the fourth quarter of the fiscal year 2014 and for the fiscal year 2014 of $6.5 million and $14.7 million, respectively. Cash receipts from customers for the fiscal year 2015 was $22.7 million compared to cash receipts from customers of $23.7 million for the fiscal year 2014. Deferred revenue increased to $22.5 million as of June 30, 2015, up from $13.3 million on June 30, 2014.

Research and development expense for the fourth quarter of fiscal year 2015 and for the fiscal year 2015 was $15.5 million and $48.7 million, respectively, excluding share-based compensation and depreciation expense. This compares to research and development expense in the fourth quarter of the fiscal year 2014 and for the fiscal year 2014 of $11.3 million and $31.0 million, respectively, excluding share-based compensation expense and depreciation expense.

Selling, general and administrative expense for the fourth quarter of fiscal year 2015 and for the fiscal year 2015 was $7.0 million and $28.1 million, respectively, excluding share-based compensation and depreciation expense. This compares to selling, general and administrative expense in the fourth quarter of the fiscal year 2014 and for the fiscal year 2014 of $7.2 million and $22.7 million, respectively excluding share-based compensation expense and depreciation expense.

The Company's net loss for the fiscal year of 2015 was $90.8 million, or $0.81 per share, compared to a net loss of $57.9 million, or $0.59 per share, for fiscal year 2014.

Adjusted net loss for the full fiscal year of 2015 was $63.5 million, or $0.57 per share, compared to $38.8 million or $0.40 per share for the prior year. Adjusted net loss excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments.

Unilife had $14.7 million in total cash and cash equivalents, including restricted cash of $2.4 million, as of June 30, 2015.

39. On the same day, Unilife filed its Annual Report with the SEC on Form 10-K for the fiscal year ended June 30, 2015. The Company's Form 10-K was signed by Defendant Shortall, and reaffirmed the Company's financial results announced in the press release issued on the same day. The Form 10-K contained certifications pursuant to SOX, signed by Defendants

Shortall and Hastings, substantially similar to the certifications described in ¶27, *supra*

40. On November 9, 2015, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For the First Quarter of Fiscal Year 2016." Therein, the Company, in relevant part, stated:

> YORK, Pa., Nov. 9, 2015 /PRNewswire/ -- Unilife Corporation ("Unilife" or "Company") (NASDAQ:UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the first quarter of fiscal 2016 (ended September 30, 2015).
>
> **Morgan Stanley Process**
>
> In response to third-party initiated expressions of interest, Unilife engaged Morgan Stanley & Co. LLC as its financial advisor in September 2015 to conduct a review of strategic alternatives to maximize shareholder value. Unilife has received interest from several parties, and the Company hopes to announce a strategic transaction by December 31, 2015. Please see "Forward Looking Statements" below.
>
> **Additional Funding**
>
> Unilife today announced the direct sale to an institutional investor of 790 shares of newly designated Series A Redeemable Convertible Preferred Stock ("Series A Preferred Stock") for an aggregate face amount of $7.9 million. The face amount of the investment is convertible into shares of the Company's common stock at a fixed conversion price of $1.00 per share of common stock. Unilife is to receive approximately $7.5 million in gross proceeds less expenses and accounting for an original issue discount. Additional common shares that the Company may issue, at its sole discretion in lieu of cash, as a conversion premium or in payment of dividends on such shares of Series A Preferred Stock is dependent on the dividend rate which can range from 0% to 15% depending on the Company's underlying stock price at the time of conversion, subject to adjustment. See the Form 8-K filed on November 9, 2015 for other material terms relating to this transaction and for the terms of the Series A Preferred Stock.
>
> **Debt Financing Agreement with an Affiliate of OrbiMed**
>
> The Company announced on October 16, the signing of an agreement with an affiliate of OrbiMed for the provision of up to an additional $10 million in debt financing. As of November 6, 2015, Unilife had received $6.9 million under this amendment. The material terms are described in a Form 8-K filing made with the SEC on October 16, 2015.

On November 6, 2015, Orbimed agreed to waive the covenant in the Amended Credit Agreement that requires Unilife to generate $54.1 million in customer cash receipts from January 1, 2015 to December 31, 2015. There were no other changes to the terms of the Amended Credit Agreement or Amended Royalty Agreement in connection with such waiver.

Cost Reduction Initiatives

Following the development of the Imperium™ platform of insulin patch pumps announced last month, Unilife has now established a full portfolio of products and capabilities to serve customers across all target market segments. By completing the development stage of its strategy, the Company can now focus its resources entirely on the customization and commercialization of existing products under current and prospective customer supply agreements. To support this new stage of business operations and help preserve its resources, Unilife previously announced the implementation of cost reduction and business realignment initiatives during September and October 2015 that included a reduction of its workforce of approximately 24% in the aggregate, and a decrease in compensation to executive officers and certain other senior management.

Compared to the annualized run rate for operating expenses in the fourth quarter of fiscal 2015, and excluding share-based compensation and depreciation expense, these measures are expected to decrease R&D expense by approximately 30% in fiscal 2016, and selling, general and administrative expense by approximately 20% in fiscal 2016. As a result of these measures, Unilife recorded a charge of approximately $400,000 for severance and related costs during this first fiscal quarter, with an additional charge of approximately $100,000 expected in the second quarter. The impact of these measures is expected to begin to be reflected during the second quarter of fiscal 2016, and become more meaningful during the second half of fiscal 2016.

Existing Customer Programs and Agreements

Unilife continues to execute according to the program schedules of various customers.

Wearable Injectors

Earlier this month, Unilife announced the signing of the first supply agreement under its November 2013 Master Development and Supply Agreement ("MDSA") with MedImmune, the global biologics research and development arm of AstraZeneca. This supply agreement, executed on October 30, 2015, provides commercial terms, including minimum purchase volumes and unit pricing, for the long-term supply of a customized device from Unilife'sPrecision-Therapy™ platform of wearable injectors for a monoclonal antibody in late-stage clinical studies in MedImmune's pipeline.

The customization phase of the lead wearable injector program for Medimmune is now nearing completion, and device production has begun at Unilife. Additionally, Unilife is shipping wearable injectors to MedImmune this quarter. In addition to development and material fees already paid byMedImmune, Unilife will begin generating revenue from the sale of these devices in the current quarter of this fiscal year.

In addition to other ongoing customer programs, Unilife expanded its market opportunity in the wearable injector segment with the provision of a 1mL device variant designed to be preferable to disposable auto injectors across factors including patient comfort, reduced pain sensation, connectivity, drug warming and discretion.

Prefilled Syringes

Customer programs for the use of various Unilife products from the Unifill® platform of prefilled syringes continue to move forward. Device batches shipped to customers previously are being used for activities including drug stability studies and fill-finish integration. Additional manufacturing lines are scheduled to be installed over the coming months to further support the commercial rollout schedules of customers. Anticipated annual unit volume requirements for one strategic customer between calendar year 2015 and 2020 have increased significantly per year compared to original estimates.

Other Device Segments

Unilife also advanced various active programs with a number of pharmaceutical customers relating to products from device segments including ocular delivery systems, novel delivery systems and auto injectors during the fiscal quarter.

This quarter, Unilife delivered to a global biopharmaceutical customer customized electronic reusable auto injectors based on the LISA™ device platform on schedule for use in human factors studies. Unilife will recognize $1.2 million in revenue in the second quarter of fiscal 2016 from the customer for completion of the LISA™ feasibility program in addition to payments received for earlier achieved milestones under the program. The exclusivity period for the LISA™ device platform granted by Unilife under the definitive global strategic agreement signed with the customer on January 15, 2015 commences with Unilife's completion of the deliverables under the feasibility program. The milestones tied to the exclusive period for the Unifill Finesse™ prefilled syringe have also been successfully completed. The parties are also working on agreements for other drug delivery systems, and the relationship between Unilife and the customer continues to be strong.

During September 2015, Unilife announced an amendment to a clinical supply

agreement originally signed with Novartis in December 2013 to supply clinical products from one of its platforms of injectable drug delivery systems for use with one of Novartis' targeted early-stage pipeline drugs. Under this amendment to the agreement, Unilife will supply Novartis with additional batches of its customized delivery device to enable administration of a novel investigational Novartis drug into a targeted organ during an ongoing clinical drug trial. Unilife has granted Novartis an option for exclusivity under this agreement.

Commercial Development Pipeline

In addition to existing programs, Unilife continues to negotiate with various other pharmaceutical companies who are seeking access to products from across its portfolio of injectable drug delivery systems. More than a dozen pre-commercial engagements with customers are currently at various stages of negotiations, including several supply agreements with existing and prospective customers. Unilife may receive additional payments from customers, including in some cases exclusivity or access fees, if any of these agreements are finalized and executed.

Financial Results for the First Quarter of Fiscal Year 2016

Revenue for the first quarter of fiscal year 2016 was $3.2 million, compared to $1.4 million in the same period last year. Cash receipts from customers for the first quarter of fiscal 2016 was approximately $2.3 million, compared to $0.9 million in the same period as last year. Research and development expense for the first quarter of fiscal year 2016 was $14.6 million, excluding share-based compensation expense, compared to $10.4 million for the same period in the prior year. Selling, general and administrative expense for the first quarter of fiscal year 2016 was $7.0 million, excluding share-based compensation expense, compared to $6.9 million for the same period in the prior year.

The Company's net loss for the first fiscal quarter of 2016 was $25.9 million, or $0.21 per share, compared to a net loss of $22.3 million, or $0.21 per share, for the same period in the prior year. Adjusted net loss for the first fiscal quarter of 2016 was $18.5 million, or $0.15 per share, compared to $15.9 million or $0.15 per share for same period in the prior year. Adjusted net loss is a non-GAAP measure that excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments. Please see "Non-GAAP Financial Measures" and "Reconciliation of Non-GAAP Financial Measure," below.

Unilife had $7.9 million in total cash and cash equivalents, including restricted cash of $2.1 million, as of September 30, 2015.

41. On the same day, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended September 30, 2015. The Company's Form 10-Q was signed by

Defendant Hastings, and reaffirmed the Company's financial results announced in the press release issued on the same day. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Hastings, substantially similar to the certifications described in ¶27, *supra*.

42. On February 9, 2016, Unilife issued a press release entitled, "Unilife Corporation Announces Financial Results For the Second Quarter of Fiscal Year 2016." Therein, the Company, in relevant part, stated:

> YORK, Pa., Feb. 9, 2016 /PRNewswire/ -- Unilife Corporation ("Unilife" or "Company") (NASDAQ: UNIS; ASX: UNS), a developer and supplier of injectable drug delivery systems, today announced its financial results for the second quarter of fiscal 2016 (three months ended December 31, 2015).
>
> ***Financial Results for the Second Quarter of Fiscal 2016***
>
> Revenue for the second quarter of fiscal 2016 was $4.5 million, compared to $5.4 million in the same period last year. Cash receipts from customers for the second quarter of fiscal 2016 were $17.8 million, compared to $7.3 million in the same period last year. Research and development (R&D) expense for the second quarter of fiscal 2016 was $10.5 million, compared to $11.3 million in the same period last year. Selling, general, and administrative (SG&A) expense for the second quarter of fiscal 2016 was $8.8 million, compared to $9.5 million in the same period last year. Adjusted R&D expense for the second quarter of fiscal 2016 was $9.4 million, compared to $10.7 million in the same period last year. Adjusted SG&A expense for the second quarter of fiscal 2016 was $6.5 million, compared to $7.3 million in the same period last year. These comparisons exclude share-based compensation.
>
> The Company's net loss for the second quarter of fiscal 2016 was $25.4 million, or $0.20 per share, compared to a net loss of $19.4 million, or $0.18 per share, for the same period last year. Adjusted net loss for the second fiscal quarter of 2016 was $11.4 million, or $0.09 per share, compared to $12.5 million or $0.12 per share for same period in the prior year. Adjusted net loss is a non-GAAP measure that excludes non-cash share-based compensation expense, depreciation and amortization, interest expense and the change in fair value of financial instruments. Please see "Non-GAAP Financial Measures" and "Reconciliation of Non-GAAP Financial Measure," below.
>
> Unilife had $20.4 million in total cash and cash equivalents, including restricted cash of $2.4 million, as of December 31, 2015.

Impact of Previously Announced Cost Reduction and Business Realignment Initiative on Adjusted Research and Development Expense and Adjusted Selling, General and Administrative Expense

In parallel with the ongoing Strategic Review process and execution to existing customer programs, the Company continues to implement previously announced cost reduction and business realignment initiatives. As a result of these initiatives, the Company's adjusted R&D expense decreased by 36% from approximately $14.6 million in the first quarter of fiscal 2016 (three months ended September 30, 2015) to approximately $9.4 million in the second quarter of fiscal 2016. Adjusted SG&A expense decreased by 7% from approximately $7.0 million in the first quarter of fiscal 2016 to approximately $6.5 million in the second quarter of fiscal 2016. These comparisons exclude share-based compensation and depreciation expense.

Projected Reduction in Full Year Operating Expenses for Fiscal 2016

The Company still expects up to a 30% decrease in adjusted R&D expense for fiscal 2016 when compared to the annualized run rate in the fourth quarter of fiscal 2015, which was approximately $61.8 million. The Company now expects adjusted SG&A expense for fiscal 2016 to decrease between 5% and 10% percent when compared to the annualized run rate in the fourth quarter of fiscal 2015, which was approximately $27.9 million, due to higher legal and professional expenses, partially offset by lower personnel expenses. These comparisons exclude share-based compensation and depreciation expense.

43. On February 10, 2016, Unilife filed its Quarterly Report with the SEC on Form 10-Q for the fiscal quarter ended December 31, 2015. The Company's Form 10-Q was signed by Defendant Hastings, and reaffirmed the Company's financial results announced in the press release on February 9, 2016. The Form 10-Q contained certifications pursuant to SOX, signed by Defendants Shortall and Hastings, substantially similar to the certifications described in ¶27, *supra*.

44. The above statements contained in ¶¶25-43 were false and/or misleading, as well as failed to disclose material adverse facts about the Company's business, operations, and prospects. Specifically, these statements were false and/or misleading statements and/or failed to disclose: (1) that the Company's former CEO and former Chairman of the Board of Directors

had violated the Company's policies and procedures and had engaged in violations of law and regulation; (2) that the Company lacked adequate internal controls over accounting and financial reporting; (3) that, as a result, the Company would be unable to file its Quarterly Report on Form 10-Q for the period ended March 31, 2016 by the prescribed filing deadline; and (4) that, as a result of the foregoing, the Company's financial statements, as well as Defendants' statements about Unilife's business, operations, and prospects, were false and misleading and/or lacked a reasonable basis.

Disclosures at the End of the Class Period

45. On May 8, 2016, the Company disclosed to investors that it was postponing its earnings conference call, originally scheduled for May 9, 2016 due to the discovery of violations of Company policies and procedures and possible violations of law and regulation by the Company's "former Chief Executive Officer" and by the "former Chairman of the Company's Board of Directors who resigned in 2015." The Company also announced that it was investigating the issues' potential impact on financial reporting and internal controls over financial reporting, related to the Company's previously-issued financial statements, current interim financial information, and management's certifications. Finally, the Company disclosed that it expected to delay filing its quarterly Form 10-Q for the period ended March 31, 2016.

46. On this news, Unilife's stock price fell $1.50 per share, or more than 29%, to close at $3.60 per share on May 9, 2016, on unusually heavy trading volume.

47. On May 11, 2016, after the market closed, Unilife filed a Notification of Late Filing on Form 12b-25 with the SEC. Therein, the Company disclosed that Unilife's current management team discovered violations of the registrant's policies and procedures and possible violations of law and regulation by the registrant's former Chief Executive Officer ("CEO") and

by the former Chairman of the registrant's Board of Directors who resigned in 2015. The Company also announced that it was investigating the violations' potential impact on financial reporting and internal controls over financial reporting, related to previously-issued financial statements, current interim financial information, and management's certifications. Finally, the Company disclosed that, as a result of the foregoing, the Company was unable to file its Quarterly Report on Form 10-Q for the period ended March 31, 2016 by the prescribed filing deadline.

48. On this news, Unilife's stock price fell $0.30 per share, or 8.1%, to close at $3.40 per share on May 12, 2016, on unusually heavy trading volume. The stock price continued to decline, falling another $0.28 per share, or 9.1%, to close at $3.12 per share on May 13, 2016, on unusually heavy trading volume.

49. On May 23, 2016, after the market closed, the Company disclosed that it received a letter from The NADSAQ Stock Market LLC notifying the Company that it was not in compliance with NASDAQ Listing Rule 5250(c)(1) because it has not filed its Form 10-Q for the period ended March 31, 2016 in a timely manner with the SEC. The Company also disclosed that it was continuing to investigate the matters in connection with the delay and their potential impact on financial reporting and internal controls over financial reporting, related to previously-issued financial statements, current interim financial information, and management's certifications.

50. On this news, Unilife's stock price fell $0.31 per share, or more than 10%, to close at $2.64 per share on May 24, 2016, on unusually heavy trading volume.

UNILIFE'S VIOLATION OF GAAP RULES IN ITS FINANCIAL STATEMENTS FILED WITH THE SEC

51. These financial statements and the statements about the Company's financial results were false and misleading, as such financial information was not prepared in conformity with GAAP, nor was the financial information a fair presentation of the Company's operations.

52. GAAP are those principles recognized by the accounting profession as the conventions, rules and procedures necessary to define accepted accounting practice at a particular time. Regulation S-X (17 C.F.R. § 210.4-01(a)(1)) states that financial statements filed with the SEC which are not prepared in compliance with GAAP are presumed to be misleading and inaccurate. Regulation S-X requires that interim financial statements must also comply with GAAP, with the exception that interim financial statements need not include disclosure which would be duplicative of disclosures accompanying annual financial statements. 17 C.F.R. § 210.10-01(a).

53. The Company announced financial results that were in violation of GAAP and the following principles:

(a) The principle that "interim financial reporting should be based upon the same accounting principles and practices used to prepare annual financial statements" was violated (APB No. 28, 10);

(b) The principle that "financial reporting should provide information that is useful to present to potential investors and creditors and other users in making rational investment, credit, and similar decisions" was violated (FASB Statement of Concepts No. 1, 34);

(c) The principle that "financial reporting should provide information about the economic resources of Unilife, the claims to those resources, and effects of transactions,

events, and circumstances that change resources and claims to those resources" was violated (FASB Statement of Concepts No. 1, 40);

(d) The principle that "financial reporting should provide information about Unilife's financial performance during a period" was violated (FASB Statement of Concepts No. 1, 42);

(e) The principle that "financial reporting should provide information about how management of Unilife has discharged its stewardship responsibility to owners (stockholders) for the use of Unilife resources entrusted to it" was violated (FASB Statement of Concepts No. 1, 50);

(f) The principle that "financial reporting should be reliable in that it represents what it purports to represent" was violated (FASB Statement of Concepts No. 2, 58-59);

(g) The principle that "completeness, meaning that nothing is left out of the information that may be necessary to insure that it validly represents underlying events and conditions" was violated (FASB Statement of Concepts No. 2, 79); and

(h) The principle that "conservatism be used as a prudent reaction to uncertainty to try to ensure that uncertainties and risks inherent in business situations are adequately considered" was violated (FASB Statement of Concepts No. 2, 95).

54. The adverse information concealed by Defendants during the Class Period and detailed above was in violation of Item 303 of Regulation S-K under the federal securities law (17 C.F.R. §229.303).

CLASS ACTION ALLEGATIONS

55. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil

Procedure 23(a) and (b)(3) on behalf of a class, consisting of all those who purchased Unilife's securities between February 3, 2014 and May 23, 2016, inclusive (the "Class Period") and who were damaged thereby (the "Class"). Excluded from the Class are Defendants, the officers and directors of the Company, at all relevant times, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which Defendants have or had a controlling interest.

56. The members of the Class are so numerous that joinder of all members is impracticable. Throughout the Class Period, Unilife's securities were actively traded on the NASDAQ Stock Market (the "NASDAQ"). While the exact number of Class members is unknown to Plaintiff at this time and can only be ascertained through appropriate discovery, Plaintiff believes that there are hundreds or thousands of members in the proposed Class. Millions of Unilife shares were traded publicly during the Class Period on the NASDAQ. As of February 5, 2016, Unilife had 166,586,020 shares of common stock outstanding. Record owners and other members of the Class may be identified from records maintained by Unilife or its transfer agent and may be notified of the pendency of this action by mail, using the form of notice similar to that customarily used in securities class actions.

57. Plaintiff's claims are typical of the claims of the members of the Class as all members of the Class are similarly affected by Defendants' wrongful conduct in violation of federal law that is complained of herein.

58. Plaintiff will fairly and adequately protect the interests of the members of the Class and has retained counsel competent and experienced in class and securities litigation.

59. Common questions of law and fact exist as to all members of the Class and predominate over any questions solely affecting individual members of the Class. Among the

questions of law and fact common to the Class are:

(a) whether the federal securities laws were violated by Defendants' acts as alleged herein;

(b) whether statements made by Defendants to the investing public during the Class Period omitted and/or misrepresented material facts about the business, operations, and prospects of Unilife; and

(c) to what extent the members of the Class have sustained damages and the proper measure of damages.

60. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation makes it impossible for members of the Class to individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

UNDISCLOSED ADVERSE FACTS

61. The market for Unilife's securities was open, well-developed and efficient at all relevant times. As a result of these materially false and/or misleading statements, and/or failures to disclose, Unilife's securities traded at artificially inflated prices during the Class Period. Plaintiff and other members of the Class purchased or otherwise acquired Unilife's securities relying upon the integrity of the market price of the Company's securities and market information relating to Unilife, and have been damaged thereby.

62. During the Class Period, Defendants materially misled the investing public, thereby inflating the price of Unilife's securities, by publicly issuing false and/or misleading

statements and/or omitting to disclose material facts necessary to make Defendants' statements, as set forth herein, not false and/or misleading. Said statements and omissions were materially false and/or misleading in that they failed to disclose material adverse information and/or misrepresented the truth about Unilife's business, operations, and prospects as alleged herein.

63. At all relevant times, the material misrepresentations and omissions particularized in this Complaint directly or proximately caused or were a substantial contributing cause of the damages sustained by Plaintiff and other members of the Class. As described herein, during the Class Period, Defendants made or caused to be made a series of materially false and/or misleading statements about Unilife's financial well-being and prospects. These material misstatements and/or omissions had the cause and effect of creating in the market an unrealistically positive assessment of the Company and its financial well-being and prospects, thus causing the Company's securities to be overvalued and artificially inflated at all relevant times. Defendants' materially false and/or misleading statements during the Class Period resulted in Plaintiff and other members of the Class purchasing the Company's securities at artificially inflated prices, thus causing the damages complained of herein.

LOSS CAUSATION

64. Defendants' wrongful conduct, as alleged herein, directly and proximately caused the economic loss suffered by Plaintiff and the Class.

65. During the Class Period, Plaintiff and the Class purchased Unilife's securities at artificially inflated prices and were damaged thereby. The price of the Company's securities significantly declined when the misrepresentations made to the market, and/or the information alleged herein to have been concealed from the market, and/or the effects thereof, were revealed, causing investors' losses.

SCIENTER ALLEGATIONS

66. As alleged herein, Defendants acted with scienter in that Defendants knew that the public documents and statements issued or disseminated in the name of the Company were materially false and/or misleading; knew that such statements or documents would be issued or disseminated to the investing public; and knowingly and substantially participated or acquiesced in the issuance or dissemination of such statements or documents as primary violations of the federal securities laws. As set forth elsewhere herein in detail, Defendants, by virtue of their receipt of information reflecting the true facts regarding Unilife, his/her control over, and/or receipt and/or modification of Unilife's allegedly materially misleading misstatements and/or their associations with the Company which made them privy to confidential proprietary information concerning Unilife, participated in the fraudulent scheme alleged herein.

APPLICABILITY OF PRESUMPTION OF RELIANCE (FRAUD-ON-THE-MARKET DOCTRINE)

67. The market for Unilife's securities was open, well-developed and efficient at all relevant times. As a result of the materially false and/or misleading statements and/or failures to disclose, Unilife's securities traded at artificially inflated prices during the Class Period. On March 19, 2014, the Company's stock closed at a Class Period high of $57.40 per share. Plaintiff and other members of the Class purchased or otherwise acquired the Company's securities relying upon the integrity of the market price of Unilife's securities and market information relating to Unilife, and have been damaged thereby.

68. During the Class Period, the artificial inflation of Unilife's stock was caused by the material misrepresentations and/or omissions particularized in this Complaint causing the damages sustained by Plaintiff and other members of the Class. As described herein, during the Class Period, Defendants made or caused to be made a series of materially false and/or

misleading statements about Unilife's business, prospects, and operations. These material misstatements and/or omissions created an unrealistically positive assessment of Unilife and its business, operations, and prospects, thus causing the price of the Company's securities to be artificially inflated at all relevant times, and when disclosed, negatively affected the value of the Company stock. Defendants' materially false and/or misleading statements during the Class Period resulted in Plaintiff and other members of the Class purchasing the Company's securities at such artificially inflated prices, and each of them has been damaged as a result.

69. At all relevant times, the market for Unilife's securities was an efficient market for the following reasons, among others:

(a) Unilife stock met the requirements for listing, and was listed and actively traded on the NASDAQ, a highly efficient and automated market;

(b) As a regulated issuer, Unilife filed periodic public reports with the SEC and/or the NASDAQ;

(c) Unilife regularly communicated with public investors *via* established market communication mechanisms, including through regular dissemination of press releases on the national circuits of major newswire services and through other wide-ranging public disclosures, such as communications with the financial press and other similar reporting services; and/or

(d) Unilife was followed by securities analysts employed by brokerage firms who wrote reports about the Company, and these reports were distributed to the sales force and certain customers of their respective brokerage firms. Each of these reports was publicly available and entered the public marketplace.

70. As a result of the foregoing, the market for Unilife's securities promptly digested

current information regarding Unilife from all publicly available sources and reflected such information in Unilife's stock price. Under these circumstances, all purchasers of Unilife's securities during the Class Period suffered similar injury through their purchase of Unilife's securities at artificially inflated prices and a presumption of reliance applies.

71. A Class-wide presumption of reliance is also appropriate in this action under the Supreme Court's holding in *Affiliated Ute Citizens of Utah v. United States*, 406 U.S. 128 (1972), because the Class's claims are, in large part, grounded on Defendants' material misstatements and/or omissions. Because this action involves Defendants' failure to disclose material adverse information regarding the Company's business operations and financial prospects—information that Defendants were obligated to disclose—positive proof of reliance is not a prerequisite to recovery. All that is necessary is that the facts withheld be material in the sense that a reasonable investor might have considered them important in making investment decisions. Given the importance of the Class Period material misstatements and omissions set forth above, that requirement is satisfied here.

NO SAFE HARBOR

72. The statutory safe harbor provided for forward-looking statements under certain circumstances does not apply to any of the allegedly false statements pleaded in this Complaint. The statements alleged to be false and misleading herein all relate to then-existing facts and conditions. In addition, to the extent certain of the statements alleged to be false may be characterized as forward looking, they were not identified as "forward-looking statements" when made and there were no meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those in the purportedly forward-looking statements. In the alternative, to the extent that the statutory safe harbor is determined to apply to

any forward-looking statements pleaded herein, Defendants are liable for those false forward-looking statements because at the time each of those forward-looking statements was made, the speaker had actual knowledge that the forward-looking statement was materially false or misleading, and/or the forward-looking statement was authorized or approved by an executive officer of Unilife who knew that the statement was false when made.

FIRST CLAIM
Violation of Section 10(b) of The Exchange Act and Rule 10b-5 Promulgated Thereunder
Against All Defendants

73. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

74. During the Class Period, Defendants carried out a plan, scheme and course of conduct which was intended to and, throughout the Class Period, did: (i) deceive the investing public, including Plaintiff and other Class members, as alleged herein; and (ii) cause Plaintiff and other members of the Class to purchase Unilife's securities at artificially inflated prices. In furtherance of this unlawful scheme, plan and course of conduct, defendants, and each of them, took the actions set forth herein.

75. Defendants (i) employed devices, schemes, and artifices to defraud; (ii) made untrue statements of material fact and/or omitted to state material facts necessary to make the statements not misleading; and (iii) engaged in acts, practices, and a course of business which operated as a fraud and deceit upon the purchasers of the Company's securities in an effort to maintain artificially high market prices for Unilife's securities in violation of Section 10(b) of the Exchange Act and Rule 10b-5. All Defendants are sued either as primary participants in the wrongful and illegal conduct charged herein or as controlling persons as alleged below.

76. Defendants, individually and in concert, directly and indirectly, by the use, means

or instrumentalities of interstate commerce and/or of the mails, engaged and participated in a continuous course of conduct to conceal adverse material information about Unilife's financial well-being and prospects, as specified herein.

77. These defendants employed devices, schemes and artifices to defraud, while in possession of material adverse non-public information and engaged in acts, practices, and a course of conduct as alleged herein in an effort to assure investors of Unilife's value and performance and continued substantial growth, which included the making of, or the participation in the making of, untrue statements of material facts and/or omitting to state material facts necessary in order to make the statements made about Unilife and its business operations and future prospects in light of the circumstances under which they were made, not misleading, as set forth more particularly herein, and engaged in transactions, practices and a course of business which operated as a fraud and deceit upon the purchasers of the Company's securities during the Class Period.

78. Each of the Individual Defendants' primary liability, and controlling person liability, arises from the following facts: (i) the Individual Defendants were high-level executives and/or directors at the Company during the Class Period and members of the Company's management team or had control thereof; (ii) each of these defendants, by virtue of their responsibilities and activities as a senior officer and/or director of the Company, was privy to and participated in the creation, development and reporting of the Company's internal budgets, plans, projections and/or reports; (iii) each of these defendants enjoyed significant personal contact and familiarity with the other defendants and was advised of, and had access to, other members of the Company's management team, internal reports and other data and information about the Company's finances, operations, and sales at all relevant times; and (iv) each of these defendants

was aware of the Company's dissemination of information to the investing public which they knew and/or recklessly disregarded was materially false and misleading.

79. The defendants had actual knowledge of the misrepresentations and/or omissions of material facts set forth herein, or acted with reckless disregard for the truth in that they failed to ascertain and to disclose such facts, even though such facts were available to them. Such defendants' material misrepresentations and/or omissions were done knowingly or recklessly and for the purpose and effect of concealing Unilife's financial well-being and prospects from the investing public and supporting the artificially inflated price of its securities. As demonstrated by Defendants' overstatements and/or misstatements of the Company's business, operations, financial well-being, and prospects throughout the Class Period, Defendants, if they did not have actual knowledge of the misrepresentations and/or omissions alleged, were reckless in failing to obtain such knowledge by deliberately refraining from taking those steps necessary to discover whether those statements were false or misleading.

80. As a result of the dissemination of the materially false and/or misleading information and/or failure to disclose material facts, as set forth above, the market price of Unilife's securities was artificially inflated during the Class Period. In ignorance of the fact that market prices of the Company's securities were artificially inflated, and relying directly or indirectly on the false and misleading statements made by Defendants, or upon the integrity of the market in which the securities trades, and/or in the absence of material adverse information that was known to or recklessly disregarded by Defendants, but not disclosed in public statements by Defendants during the Class Period, Plaintiff and the other members of the Class acquired Unilife's securities during the Class Period at artificially high prices and were damaged thereby.

81. At the time of said misrepresentations and/or omissions, Plaintiff and other members of the Class were ignorant of their falsity, and believed them to be true. Had Plaintiff and the other members of the Class and the marketplace known the truth regarding the problems that Unilife was experiencing, which were not disclosed by Defendants, Plaintiff and other members of the Class would not have purchased or otherwise acquired their Unilife securities, or, if they had acquired such securities during the Class Period, they would not have done so at the artificially inflated prices which they paid.

82. By virtue of the foregoing, Defendants have violated Section 10(b) of the Exchange Act and Rule 10b-5 promulgated thereunder.

83. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and the other members of the Class suffered damages in connection with their respective purchases and sales of the Company's securities during the Class Period.

SECOND CLAIM
Violation of Section 20(a) of The Exchange Act
Against the Individual Defendants

84. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

85. The Individual Defendants acted as controlling persons of Unilife within the meaning of Section 20(a) of the Exchange Act as alleged herein. By virtue of their high-level positions, and their ownership and contractual rights, participation in and/or awareness of the Company's operations and/or intimate knowledge of the false financial statements filed by the Company with the SEC and disseminated to the investing public, the Individual Defendants had the power to influence and control and did influence and control, directly or indirectly, the decision-making of the Company, including the content and dissemination of the various

statements which Plaintiff contends are false and misleading. The Individual Defendants were provided with or had unlimited access to copies of the Company's reports, press releases, public filings and other statements alleged by Plaintiff to be misleading prior to and/or shortly after these statements were issued and had the ability to prevent the issuance of the statements or cause the statements to be corrected.

86. In particular, each of these Defendants had direct and supervisory involvement in the day-to-day operations of the Company and, therefore, is presumed to have had the power to control or influence the particular transactions giving rise to the securities violations as alleged herein, and exercised the same.

87. As set forth above, Unilife and the Individual Defendants each violated Section 10(b) and Rule 10b-5 by their acts and/or omissions as alleged in this Complaint. By virtue of their positions as controlling persons, the Individual Defendants are liable pursuant to Section 20(a) of the Exchange Act. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and other members of the Class suffered damages in connection with their purchases of the Company's securities during the Class Period.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff prays for relief and judgment, as follows:

(a) Determining that this action is a proper class action under Rule 23 of the Federal Rules of Civil Procedure;

(b) Awarding compensatory damages in favor of Plaintiff and the other Class members against all defendants, jointly and severally, for all damages sustained as a result of Defendants' wrongdoing, in an amount to be proven at trial, including interest thereon;

(c) Awarding Plaintiff and the Class their reasonable costs and expenses incurred in

this action, including counsel fees and expert fees; and

(d) Such other and further relief as the Court may deem just and proper.

JURY TRIAL DEMANDED

Plaintiff hereby demands a trial by jury.

Dated: May 26, 2016