

Disclosure Announcement

4th April 2017

The Manager Market Announcements Office ASX Limited

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

Section 708A(5)(e) notice – Issue of Ordinary Securities

On 4th April 2017, Memphasys Limited (ABN 33 120 047 556) issued 25,000,000 fully paid ordinary shares (*Shares*) for Nil consideration pursuant to a funding agreement with Platinum Road Pty Ltd.

Memphasys Limited gives notice under section 708A(5)(e) of the *Corporations Act* 2001 (Cth) (the *Corporations Act*) that:

- 1. the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- 2. as at the date of this notice, Memphasys Limited has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to Memphasys Limited; and
 - (b) section 674 of the Corporations Act; and
- 3. as at the date of this notice, there is no information that is 'excluded information' within the meaning of sections 708A(7) and (8) of the Corporations Act.

Yours sincerely,

Andrew Metcalfe

Company Secretary Memphasys Limited