



23 January 2018

Manager of Company Announcements  
ASX Limited  
Level 6  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir or Madam

**NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT 2001 (CTH) - CLEANSING NOTICE**

On 23 January 2018, GI Dynamics, Inc. (**Company**) issued 28,467,063 CHESS Depositary Interests (**CDIs**) (representing 569,341 shares of Common Stock) at an issue price of AUD \$0.035 per CDI to certain sophisticated and professional investors in the United States of America and Australia to raise approximately AUD \$996,347 the terms of which were announced to the market on 23 January 2018 (**Placement**).

The Company hereby notifies the ASX under section 708A(5)(e) of the Corporations Act 2001 (Cth) (as modified by ASIC Class Order 14/827) (**Act**), that:

- 1 the Company issued the CDIs under the Placement without disclosure to investors under Part 6D.2 of the Act;
- 2 this notice is being given under paragraph (5)(e) of the Act;
- 3 as at the date of this notice, the Company has complied with the requirements of section 601CK of the Act and section 674 of the Act; and
- 4 as at the date of this notice, there is no information that:
  - (a) has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - (b) investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - (ii) the rights and liabilities attaching to the CDIs,

to the extent to which it would be reasonable to investors and their professional advisers to expect to find such information in a disclosure document.

Yours faithfully,

  
Scott Schorer  
President and CEO

355 Congress Street, Fourth Floor • Boston, Massachusetts • 02210

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