

22 August 2018

Dear Shareholder

Share purchase plan

As first announced to the market on 8 August 2018 (**Announcement Date**), I am pleased to inform you that the directors of Medical Developments International Limited (**Company**) have established a share purchase plan (**SPP**) to give eligible registered holders of the Company's shares the opportunity to acquire, in minimum increments of A\$500, up to A\$15,000 worth of additional shares in the Company at a 10.83% discount to the average market closing price over the five ASX trading days immediately preceding the Announcement Date on which the Company's shares were traded.

A non-renounceable offer (**Offer**) is being made under the SPP to all shareholders who at 7.00pm on 7 August 2018 were registered and eligible holders of ordinary shares in the Company and whose registered address is in Australia or New Zealand (**Eligible Shareholders**). Participation in the Offer is entirely at your option. However, you cannot transfer your right to apply for the shares under the Offer to anyone else.

Shares acquired under the Offer will not attract brokerage, stamp duty or any other transaction cost for the Eligible Shareholders.

Details of the Offer and the full terms and conditions of the SPP (**Terms and Conditions**) are set out in the enclosed documentation.

Share purchase plan – scale back

The SPP is established pursuant to Australian Securities and Investments Commission Class Order 09/425 (**Class Order**) and the ASX Listing Rules.

The Board of Directors has determined in accordance with the Terms and Conditions that the aggregate number of shares that will be issued under the SPP will not exceed 1,250,000 (being within 30% of the Company's shares on issue) (**Share Limit**) although the Directors reserve the sole and absolute discretion to accept applications in excess of the Share Limit, subject to the overall 30% limit.

Should applications from Eligible Shareholders for participation in the Offer in aggregate exceed the Share Limit, the Board of Directors will scale back applications on a basis pro rata to their holding as at the record date. Excess subscription monies will be refunded (without interest) as soon as reasonably practicable.

In addition, as the Offer has been structured to comply with the Class Order, the maximum investment of A\$15,000 worth of shares offered under the Offer applies to all Eligible Shareholders even if they receive more than one offer from the Company (for example, because they are a joint holder of shares or because they hold more than one shareholding under separate share accounts). The Company reserves the right to reject any application for shares where it believes this requirement has not been complied with or may elect to scale back applications to the maximum A\$15,000 limit and refund the excess subscription monies (without interest) as soon as reasonably practicable.

Minimum application

The minimum application is for 125 shares for an aggregate subscription price of A\$500, and in increments of A\$500 parcels thereafter.

Applications can be made up to the A\$15,000 limit (ie, a maximum of 3,750 shares).

Custodian participation

Custodians may participate under the Offer on behalf of their clients subject to compliance with the Terms and Conditions.

The issue price

The Company determined prior to the Announcement Date that the shares will be issued under the Offer at a fixed price of \$4.00 per fully paid ordinary share, which is equivalent to the average Market Price¹ of the Company's shares calculated over the last five days on which sales in shares in the Company were recorded immediately preceding the announcement to the ASX of the Offer on 8 August 2018, less a discount of 10.83%. In calculating the number of shares to be issued at this price the Company will round-down to the last whole share.

The Offer closes on 11 September 2018.

To participate in the Offer, you will need to return your completed Offer and Acceptance Form in the enclosed envelope and pay the amount to which the Offer and Acceptance Form relates as provided in the Terms and Conditions so that we receive both the Offer and the Acceptance Form and full payment by no later than close of business on 5.00pm Melbourne time on 11 September 2018.

Indicative timetable

The timetable below is indicative only and subject to change. The Company reserves the right to alter the below dates at its full discretion and without prior notice, subject to the ASX Listing Rules and the *Corporations Act 2001* (Cth). The commencement of trading of new shares is subject to confirmation from ASX.

All times below are Melbourne, Australia time.

Event	Date
Record date for the SPP	7 August 2018 (7.00pm)
Announcement date of SPP	8 August 2018
Despatch of the Terms and Conditions	22 August 2018
SPP opening date	22 August 2018
SPP closing date	11 September 2018 (5.00pm)
Issue of shares under SPP	19 September 2018
SPP shares commence trading on the ASX	20 September 2018

Use of funds

As announced on 8 August 2018, the funds raised under the Offer will be primarily used to:

- (a) progress clinical programs in the UK and Europe and elsewhere;
- (b) continue the CSIRO Advanced Manufacturing Program including related capital expenditure;
- (c) conduct a clinical PK study in Europe;

¹ 'Market Price' has the meaning given in the ASX Listing Rules, ie the closing price on ASX's trading platform, excluding special crossings, overnight sales and exchange traded option exercises.



- (d) fund new Pentrox inhaler development;
- (e) USA development costs contingency;
- (f) compliance and manufacturing equipment; and
- (g) reduce loan draw down and working capital costs.

Market Price risk

You should note that there is a risk that the Market Price may change between the date of the Offer and the date when shares are issued to applicants under the Offer. While such change will not affect the price at which shares offered under the Offer are issued, it may have an effect on the value of those shares. If the Market Price falls the value (based on Market Price) will be less and if the Market Price increases the value (based on Market Price) will be greater.

No financial advice

In deciding whether to take up the Offer, you should seek your own independent financial, legal and taxation advice. The Company is not licensed to provide financial product advice in relation to the Company's shares or any other financial products. No cooling off regime applies to the acquisition of shares under the Offer.

Director participation

Eligible directors, Mr. David Williams, Mr. Allan McCallum, Dr. Harry Oxer, Mr. Max Johnston, Mr. Leon Hoare and Mr. Philip Powell, each of whom has a declared interest in the Company's shares, have indicated that they will participate in the Offer.

Prohibited Persons

The Company reserves the right to reject any application for shares under the Offer which the Board believes is completed by:

- (a) a U.S. Person or a person acting for the account or benefit of a U.S. Person; or
- (b) a person within or acting for the account or benefit of any person located within the United States, (collectively, **Prohibited Persons**); or
- (c) a person within, or acting for the account or benefit of any person located within, another jurisdiction where, in the reasonable opinion of the Board, it would be unlawful or impractical for the Company to issue shares under the SPP.

The shares offered under the Offer have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any U.S. state, and therefore, may not be, directly or indirectly, offered, sold or resold to Prohibited Persons. Eligible Shareholders will be required to make certain representations as set out on the Offer and Acceptance Form before being allotted any shares under the Offer, including a representation that they are not a Prohibited Person.

Persons or nominees acting for the account or benefit of any person are specifically prohibited from extending or transferring the Offer to persons who are Prohibited Persons and are not themselves eligible to participate if they act for the account or benefit of a Prohibited Person.

Yours sincerely

Mark Edwards
Chief Financial Officer and Company Secretary

Share Purchase Plan

Terms and Conditions

Medical Developments International Limited ACN 106 340 667
(**Medical Developments or Company**)

Share Purchase Plan

Terms and Conditions

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1. Establishment

The SPP is established pursuant to Australian Securities and Investments Commission (**ASIC**) Class Order 09/425 (**Class Order**) and the ASX Listing Rules. The Class Order grants relief from the requirement to prepare a prospectus for the offer of Shares under the SPP, subject to the satisfaction of certain conditions.

The number of Shares issued under the SPP is capped at a maximum number being 30% of Medical Developments' fully paid ordinary shares on issue (**30% Cap**). If Medical Developments receives applications from Eligible Shareholders which exceed the 30% Cap, a scale back of Shares will apply in accordance with clause 7.

2. Participation

The Board may make Offers under the SPP to all persons who, as at a Record Date determined by the Board are registered as Shareholders, except those Shareholders who are Ineligible Shareholders at that Record Date.

The Shares are not being offered or sold to the public within New Zealand other than to Eligible Shareholders and Eligible Beneficiaries with registered addresses in New Zealand to whom the offer of Shares is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016 (New Zealand).

Participation in the SPP by Eligible Shareholders is optional and is subject to these terms and conditions.

3. Offers

3.1 Nature of offers

Offers under the SPP will be non-renounceable and Shares may be issued under the SPP only to the Shareholder to whom they are offered.

Each Offer will be made on the same terms and conditions. All Eligible Shareholders will receive the same offer, irrespective of the number of Shares which they hold on the Record Date.

In any consecutive 12 month period, the maximum value of Shares for which each Eligible Shareholder may subscribe under the SPP is \$15,000 (or such other amount as the Board may determine in its discretion). This limit applies to each Shareholder even if that person holds Shares in more than one capacity – for example, as a sole holder and as a first (or subsequent) named holder of two or more joint holders. However, a trustee or nominee expressly noted on the Share register may receive an Offer for each occasion they are separately recorded as a trustee or nominee for a different beneficiary named on that register.

3.2 SPP participation rules

The following rules apply to participation by Eligible Shareholders.

(a) Holders other than Custodians

Unless a holder is a Custodian (defined below), each holder is entitled to apply for up to a maximum amount of A\$15,000 worth of Shares (irrespective of whether the holder receives multiple offer documents under the SPP, for example, due to multiple registered sole or joint holdings), subject to the holder certifying that the total of the application price for the following does not exceed A\$15,000:

- (i) the Shares the subject of the application;
- (ii) any other fully paid ordinary Shares applied for by the holder under the SPP or any similar arrangement in the 12 months before the application;
- (iii) any other fully paid ordinary Shares which the holder has instructed a Custodian to acquire on their behalf under the SPP; and

- (iv) any other fully paid ordinary Shares issued to a Custodian under an arrangement similar to the SPP in the 12 months before the application as a result of an instruction given by the holder to the Custodian or another Custodian which resulted in the holder holding beneficial interests in the Shares.

By completing and submitting the personalised Offer and Acceptance Form which accompanies these Terms and Conditions, a holder certifies the above.

(b) Joint holders

Unless a holder is a Custodian (defined below), if an eligible Shareholder is recorded with one or more other persons as a joint holder of Shares, the joint holding is considered a single registered holding for the purpose of the SPP. A single A\$15,000 limit applies to all joint holders.

(c) Custodians and nominees

Eligible holders who hold Shares as custodian (as defined in the Class Order) (**Custodian**) for one or more persons on the Record Date (**Beneficiaries**) may apply for up to a maximum amount of A\$15,000 worth of Shares in respect of each Beneficiary, subject to the Custodian giving to Medical Developments a certificate (**Custodian Certificate**) in which the Custodian certifies to Medical Developments:

- (i) that the Custodian is (directly or indirectly) an eligible holder of Shares on behalf of one or more Beneficiaries;
- (ii) the number of Beneficiaries instructing the Custodian (directly or indirectly) to participate;
- (iii) the name and address of each participating Beneficiary;
- (iv) in respect of each participating Beneficiary:
 - (A) the number of fully paid ordinary Shares that the Custodian holds (directly or indirectly) on their behalf; and
 - (B) the dollar amount of Shares they instructed the Custodian to apply for on their behalf;
- (v) for each participating Beneficiary, that the application price for the Shares applied for on the Beneficiary's behalf, and any other ordinary fully paid Shares applied for on that Beneficiary's behalf (directly or indirectly) under a similar arrangement in the previous 12 months, does not exceed A\$15,000;
- (vi) that a copy of this written offer document was given to each participating Beneficiary; and
- (vii) where the Custodian holds Shares on behalf of a beneficiary indirectly, through one or more interposed Custodians, the name and address of each interposed Custodian.

By completing and submitting their personalised Offer and Acceptance Form, a Custodian certifies the above.

Please contact the Company's Share Registry on 1300 850 505 or +61 3 9415 4000 to obtain the Custodian Certificate and submit this together with payment and the completed personalised Offer and Acceptance Form. If a Custodian holds Shares jointly on behalf of two or more persons, the A\$15,000 limit applies jointly in relation to those persons as if the Custodian held the Shares on behalf of a single person.

Each Custodian must not participate in the SPP of behalf of, and must not distribute the SPP or any documents relating to the SPP to a Prohibited Person.

3.3 Other terms

Offers will be made subject to any terms and conditions that the Board thinks fit which are consistent with these Terms and Conditions, including any minimum or maximum subscription amount (both individual and in aggregate), and how amounts under any minimum or in excess of any maximum may be dealt with. Without limiting the foregoing, the Board may also require Eligible Shareholders to provide certain certification(s), including those set out in the Class Order, as a pre-condition to the Eligible Shareholder's participation in the SPP. The Board may also determine the multiple(s) of Shares, or the fixed dollar amount(s), for which each Eligible Shareholder may subscribe under any given Offer.

4. Issue Price

Shares will be issued under the SPP at an issue price of \$4.00 per fully paid ordinary share, being the same price paid by investors in the placement Shares announced on 8 August 2018 (**Announcement Date**), equating to a 10.83% discount to the volume weighted average price over the five ASX trading days immediately preceding the Announcement Date on which the Company's Shares were traded.

5. Costs of Participation

No brokerage, commissions, stamp duty or other transaction costs will be payable by Eligible Shareholders in respect of the application for, and issue of, Shares under the SPP.

6. Acceptance of Offers

An Offer to participate in the SPP may be accepted by an Eligible Shareholder only by completing and returning the Offer and Acceptance Form provided by Medical Developments, in accordance with the instructions on the form, together with the appropriate payment for the amount to which the application relates, by no later than the Closing Date (as specified on the Offer and Acceptance Form).

(a) Payment by cheque or bank draft

If you are paying for Shares by cheque, bank draft, or money order, complete and return your Offer and Acceptance Form with payment, so that it is received by no later than 5.00pm (Melbourne time) on the Closing Date, to:

Computershare Investor Services Pty Limited
GPO Box 505
Melbourne VIC 3001

Cheques must be made payable in Australian dollars to "Medical Developments Limited" and crossed "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted. Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account, as cheques received may not be re-presented and may result in your Application being rejected.

(b) Payment by BPAY®¹

If you are paying for your Shares by BPAY, refer to the instructions on your Offer and Acceptance Form. Do not return the Offer and Acceptance Form if you are paying by BPAY. Payment must be received by no later than 5.00pm (Melbourne time) on the Closing Date.

¹ ® Registered to BPAY Pty Limited ABN 69 079 137 518

You should be aware that your own financial institution may implement earlier cut-off times with regard to electronic payment, and you should therefore take this into consideration when making payment. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by 5.00pm (Melbourne time) on the Closing Date. If you have more than one shareholding of Shares and consequently receive more than one Offer and Acceptance Form, when applying for Shares in respect of one of those shareholdings you must only use the Customer Reference Number specific to that shareholding as set out in the relevant Offer and Acceptance Form. Do not use the same Customer Reference Number for more than one of your shareholdings. This can result in your application monies being applied to your application in respect of only one of your shareholdings (with the result that any application in respect of your remaining shareholdings will not be recognised as valid).

If one or more Offer and Acceptance Forms are received under the SPP from an Eligible Shareholder in relation to Shares with a value greater than \$15,000 in any 12 month period, the Shareholder will be issued with the maximum number of Shares permitted by the SPP and the terms of the Offer. Any excess subscription monies will be refunded (without interest) as soon as reasonably practicable to the Eligible Shareholder.

If an Eligible Shareholder subscribes for an amount which is not exactly divisible by the relevant Issue Price for the Shares, in calculating the number of Shares to be issued, all fractional entitlements will be rounded to the nearest whole number. Medical Developments will not refund any resulting small excess in subscription monies which will be deemed to form part of the aggregate Issue Price for the Shares.

Notwithstanding any other provision of these Terms and Conditions, the Board may, at its discretion, reject any Offer and Acceptance Form which:

- (i) is incomplete, incorrectly filled out or accompanied by:
 - (A) a cheque which is not paid in full on first presentation; or
 - (B) a BPAY payment for less than the full, requisite amount;
- (ii) the Board believes is completed by:
 - (A) a U.S. Person (as defined in the U.S. Securities Act of 1933) (U.S. Person) or a person acting for the account or benefit of a U.S. Person; or
 - (B) a person within the United States or a person acting for the account or benefit of a person within the United States,(collectively, **Prohibited Persons**); or
- (iii) the Board believes is completed by a person within, or a person acting for the account or benefit of a person within, another jurisdiction where, in the reasonable opinion of the Board, it would be unlawful or impractical for Medical Developments to issue the Shares.

If you have any queries about the SPP or how to complete your Offer and Acceptance Form, please contact the SPP Information Line on 1300 850 505 (for callers within Australia) or +61 3 9415 4000 (outside Australia) from 8.30am to 5.00pm (AEST) Monday to Friday.

7. Scale Back

The aggregate maximum number of Shares that will be issued under the SPP will not exceed the 30% Cap. If applications from Eligible Shareholders for participation in the SPP in aggregate exceed this limit, the Board will scale back applications on a pro rata basis to the extent that the Board sees fit.

Any excess subscription monies will be refunded (without interest) as soon as reasonably practicable to the Eligible Shareholder.

8. Issue of Shares

Medical Developments will issue Shares pursuant to an Offer as soon as reasonably practicable after the Closing Date.

Unless determined otherwise by the Board at the time of issue, all Shares issued under the SPP will rank equally with all other Shares on issue as of the date of issue and will carry the same voting rights, dividend rights and other entitlements as those Shares.

Medical Developments will apply for Shares issued under the SPP to be quoted on ASX immediately after their issuance.

Medical Developments will, within the period required by the ASX Listing Rules, send Eligible Shareholders, whose Offer and Acceptance Form has been accepted by the Board, a holding statement in respect of any Shares issued to them under the SPP.

9. Amendment, Suspension and Termination of the SPP

The Board may, in its discretion, amend, suspend or terminate the SPP at any time and adopt any administrative procedures it thinks appropriate in relation to the SPP. Medical Developments will notify ASX of any amendment, suspension or termination of the SPP, but failure to do so will not invalidate the amendment, suspension or termination. Medical Developments may issue to any person fewer Shares than subscribed for under the SPP (or none at all) if Medical Developments believes that the issue of those Shares would contravene any law (in any jurisdiction) or the rules of any financial market on which Shares are quoted.

10. Administration and Dispute Resolution

Medical Developments' principal objective in administering the SPP is to facilitate maximum participation consistent with compliance with the Class Order and all applicable laws and efficient administrative practices. The Board may adopt any administrative procedures it thinks appropriate (from time to time) in relation to the SPP.

Medical Developments may settle, in any manner it thinks fit, any difficulties, anomalies or disputes which may arise under or in connection with the operation of the SPP, whether generally or in relation to any participant or class of participants, offer, application or shares, and the decision of Medical Developments shall be conclusive and binding on all participants and other persons to whom the determination relates.

Medical Developments reserves the right to waive compliance with any provision of these Terms and Conditions.

11. Notices

Notices and statements to Eligible Shareholders may be given in any manner determined by the Board from time to time.

12. Privacy

Chapter 2C of the *Corporations Act 2001* (Cth) (the **Act**) requires information about Shareholders (including name, address and details of the shares held) to be included in Medical Developments' public register. If a Shareholder ceases to be a Shareholder, Chapter 2C of the Act requires this information to be retained in Medical Developments' public register. These statutory obligations are not altered by the *Privacy Act 1988* (Cth) as amended. Information is collected to administer Shareholders' security holdings.

13. No U.S. Securities Act Registration

The Shares offered under this SPP have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended, or the securities laws of any U.S. state, and therefore, may not be directly or indirectly, offered, sold or resold to Prohibited Persons. Eligible Shareholders under an Offer will be required to make certain representations before being allotted any Shares under an Offer, including a representation that they are not a Prohibited Person.

Persons or nominees acting for the account or benefit of any person are prohibited from extending that Offer to Prohibited Persons and are not themselves eligible to participate if they act for the account or benefit of a Prohibited Person.

14. New Zealand participants

This document has been prepared in compliance with Australian law and does not constitute a New Zealand product disclosure statement or other disclosure document and has not been registered, filed with or approved by any New Zealand regulatory authority under or in connection with the Financial Markets Conduct Act 2013 (NZ). Participation in New Zealand in the Offer is open only to persons to whom financial products may be offered in New Zealand pursuant to the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016 (New Zealand) (or any replacement of that notice).

The taxation treatment of Australian financial products is not the same as for New Zealand financial products. The offer of Shares may involve a currency exchange risk as they will be quoted on the ASX in Australian dollars.

If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.

15. No Financial Product Advice

Medical Developments is not licensed to provide financial product advice in relation to the Shares issued under the SPP or any other financial products. No cooling off regime applies in respect of the acquisition of Shares under the SPP (whether the regime is provided for by law or otherwise). Eligible Shareholders should obtain their own advice on whether or not to participate in the SPP.

16. Glossary

Capitalised terms in these Terms and Conditions have the meaning set out below unless the context otherwise requires.

ASX	ASX Limited or its financial market, the Australian Securities Exchange, as the context requires
ASX Listing Rules	the listing rules of ASX as they are amended from time to time
Beneficiary	a person on whose behalf a Custodian is holding Shares on a Record Date
Board	the board of directors of Medical Developments from time to time
Class Order	ASIC Class Order 09/425
Closing Date	the closing date of an Offer as determined by the Board
Company or Medical Developments	Medical Developments International Limited ACN 106 340 667
Custodian	a custodian as defined in paragraph 14 of the Class Order
Custodian Certificate	a certificate complying with paragraph 9 of the Class Order
Eligible Beneficiaries	all Beneficiaries on whose behalf a Custodian was holding Shares on a Record Date, except Ineligible Beneficiaries
Eligible Shareholders	all Shareholders on a Record Date, except Ineligible Shareholders
Ineligible Beneficiaries	Beneficiaries whose registered address is in a country where, in the reasonable opinion of the Board, it is unlawful or impractical for Medical Developments to issue Offers
Ineligible Shareholders	Shareholders whose registered address is in a country where, in the reasonable opinion of the Board, it is unlawful or impractical for Medical Developments to issue Offers
Issue Price	the issue price for Shares under an Offer under the SPP as determined by the Board
Offer	an offer of Shares under the SPP
Offer and Acceptance Form	the application form approved by the Board for the purposes of the SPP, to be sent to Shareholders in respect of an Offer to them to participate in the SPP
Record Date	in relation to an Offer, the record date determined by the Board for participation in the Offer
Share	a fully paid ordinary share in the capital of Medical Developments
Shareholder	a holder of one or more Shares
SPP	the Medical Developments share purchase plan which is the subject of these Terms and Conditions
Terms and Conditions	these terms and conditions, being the terms and conditions of the SPP

For all enquiries:

Phone:

(within Australia) 1300 850 505
(outside Australia) 61 3 9415 4000

Web:

www.investorcentre.com/contact

Make your payment:



See overleaf for details of the Offer and how to make your payment

Share Purchase Plan Offer and Acceptance Form

Your payment must be received by 5:00pm (AEST) Tuesday 11 September 2018

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Medical Developments International Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Medical Developments International Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by completing this Offer and Acceptance Form and/or making payment, you are providing a certificate to Medical Developments International Limited that:

(I) All applicants

The total of the application price for the following does not exceed \$15,000:

- (a) the shares or interests the subject of the application;
- (b) any other shares or interests in the class applied for under the purchase plan or any shares or interests in the class issued under a similar arrangement in the 12 months before the application;
- (c) any other shares or interests in the class which the holder has instructed a custodian to acquire on their behalf under the purchase plan;
- (d) any other shares or interests in the class issued to a custodian under an arrangement similar to the purchase plan in the 12 months before the application as a result of an instruction given by the holder to the custodian or another custodian and which resulted in the holder holding beneficial interests in the shares or interests.

(II) Electronic Payment Facility (B_{PAY})

If you are applying using an electronic payment facility (for example, B_{PAY}), you further represent that the total of the application price paid by you for the following does not exceed \$15,000:

- (a) the shares or interests the subject of the application;
- (b) any other shares or interests in the class applied for under the purchase plan or any shares or interests in the class issued under a similar arrangement in the 12 months before the application;
- (c) any other shares or interests in the class which the holder has instructed a custodian to acquire on their behalf under the purchase plan;
- (d) any other shares or interests in the class issued to a custodian under an arrangement similar to the purchase plan in the 12 months before the application as a result of an instruction given by the holder to the custodian or another custodian and which resulted in the holder holding beneficial interests in the shares or interests.

(III) Custodian

If you are applying as a custodian for a total application price exceeding \$15,000 in any 12 month period, you must, together with this Offer and Acceptance Form, provide a certificate which satisfies paragraph 9 of ASIC Class Order .

Medical Developments International Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by Medical Developments International Limited will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Medical Developments International Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where Medical Developments International Limited does not notify you of that event.

Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Make Your Payment

You may apply for Shares in increments of \$500 subject to application for the minimum value and not exceeding the maximum value. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

B_{PAY}: See overleaf. Do not return the payment slip with B_{PAY} payment.

By Mail: Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "Medical Developments International Limited" and cross "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.

Medical Developments International Limited Share Purchase Plan Offer and Acceptance Form

Payment must be received by 5:00pm (AEST) Tuesday 11 September 2018

© Registered to B_{PAY} Pty Limited ABN 69 079 137 518

Turn over for details of the Offer →

Share Purchase Plan Offer and Acceptance Form

STEP 1

Registration Name & Offer Details



For your security keep your SRN/
HIN confidential.

Registration Name:

Entitlement No:

Offer Details:

Record date:

7 August 2018

Minimum value
available to purchase:

\$500

Maximum value
available to purchase:

\$15,000

STEP 2

Make Your Payment



Billers Code: 288134
Ref No:

Pay by Mail:



Make your cheque, bank draft or money order payable to "**Medical Developments International Limited**" and cross "**Not Negotiable**".

Return your cheque with the below payment slip to:

Computershare Investor Services Pty Limited

GPO BOX 505 Melbourne Victoria 3001 Australia

Contact your financial institution to make your payment from your cheque or savings account.

Lodgement of Acceptance

If you are applying for new shares and your payment is being made by BPAY, you do not need to return the payment slip below. Your payment must be received by no later than 5:00pm (AEST) Tuesday 11 September 2018. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Neither Computershare Investor Services Pty Limited (CIS) nor Medical Developments International Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time.

If you are paying by cheque, bank draft or money order the payment slip below must be received by CIS by no later than 5:00pm (AEST) Tuesday 11 September 2018. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. Other Eligible Shareholders will need to affix the appropriate postage. Return the payment slip below with cheque attached. Neither CIS nor Medical Developments International Limited accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.

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Purchase Details for Medical Developments International Limited

A\$

You may apply for shares in \$500 increments from a minimum of \$500 up to a maximum of \$15,000. Insert amount between \$500 and \$15,000 in \$500 increments.

Entitlement No:

Payment must be received by 5:00pm (AEST) Tuesday 11 September 2018

Contact Details

Contact
Name

Daytime

Telephone

Cheque Details

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/>