

22.05.18

ASX ANNOUNCEMENT

ASX Market Announcements
Australian Securities Exchange Limited
10th Floor, 20 Bond Street
SYDNEY NSW 2000

WITHDRAWAL OF RESOLUTION FROM ANNUAL GENERAL MEETING

Admedus Limited (ASX:AHZ) (the **Company**) gives notice that Resolution 2 (Re-election of Mr Mathew Ratty as Director), previously included in the Notice of Annual General Meeting for the 6-month period July 2017 to December 2017 (**AGM Notice**), is withdrawn and will not be considered by shareholders at the Annual General Meeting to be held on Thursday, 24 May 2018 because Mr Mathew Ratty resigned as a director of the Company on 20 May 2018 effective immediately.

All other resolutions (including order of resolutions) outlined in the AGM Notice remain unchanged.

The Company has requested from ASX a waiver of Listing Rule 14.5 to permit the Company not to hold an election of directors in the 2018 calendar year, on the basis that:

- all remaining directors were re-elected in November 2017 (other than Mr Wayne Paterson who is not required to retire by rotation);
- no other candidate was nominated for election as a director within the relevant minimum time period before the Meeting in accordance with Listing Rule 14.3; and
- the Company's Constitution only permits matters that appear in a notice of meeting to be dealt with at an annual general meeting, meaning the Company is not permitted to put forward another director for re-election in time for the meeting.

The Company will notify shareholders of the outcome of ASX's decision in relation to the waiver request.

Shareholders are advised that if you have already completed the Proxy Form attached to the AGM Notice and voted on Resolution 2 (Re-election of Mr Mathew Ratty as Director), your vote on that resolution only will be disregarded.

Admedus Limited
ABN 35 088 221 078

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Zurich • Singapore

Annual General Meeting for the 6-month period July 2017 to December 2017 will be held at 11:00 AM AEST on Thursday, 24 May 2018 at:

Jones Day
Level 31, Riverside Centre
123 Eagle Street
BRISBANE, QUEENSLAND

ENDS

For and on behalf of the Board

Catherine Costello
Company Secretary

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ABN 35 088 221 078

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