

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

ImpediMed Limited (the "Company")

ABN

65 089 705 144

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

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|---|---|--|
| 1 | <sup>+</sup> Class of <sup>+</sup> securities issued or to be issued                                      | <ol style="list-style-type: none"><li>Options (unquoted), under the Employee Incentive Plan that was approved by shareholders at the 2014 Annual General Meeting (<b>Options</b>); and</li><li>Performance Rights (unquoted), under the Employee Incentive Plan that was approved by shareholders at the 2014 Annual General Meeting (<b>Performance Rights</b>)</li></ol> |
| 2 | Number of <sup>+</sup> securities issued or to be issued (if known) or maximum number which may be issued | <ol style="list-style-type: none"><li>1,050,000 Options; and</li><li>350,000 Performance Rights</li></ol>  |

**Appendix 3B**  
**New issue announcement**

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| <p>3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)</p> | <ol style="list-style-type: none"><li>1. Issue of 900,000 Options with an exercise price of \$1.03. Of these, 225,000 vest on 8 December 2016. The remaining options vest evenly on a monthly basis over the next three years, with an expiry date for all Options of 8 December 2022.</li><li>1b. Issue of 150,000 Options with an exercise price of \$1.03, vesting evenly on a monthly basis over four years, with an expiry date for all Options of 8 December 2022.</li><li>2. Issue of 350,000 Performance Rights with an exercise price of nil and the following vesting conditions:<ul style="list-style-type: none"><li>- Subject to the Participant's continuous employment with the Company or its subsidiaries Performance Rights will fully vest on the third anniversary of the Date of Grant.</li><li>- All outstanding unvested Performance Rights shall fully vest on an accelerated basis immediately before a Change of Control Event.</li><li>- If the Participant ceases employment with the Company or its subsidiaries where such cessation of employment is due to death, permanent illness, or permanent physical or mental incapacity, the Performance Rights will fully vest on the third anniversary of the Date of Grant.</li></ul></li></ol> |
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4	<p>Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional <sup>+</sup>securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>No.</p> <p>The Options and Performance Rights do not carry a right to participate in dividends or interest payments. Fully paid ordinary shares (ranking equally in all respects with existing fully paid ordinary shares) will be issued upon the exercise of Options.</p>
5	Issue price or consideration	Nil consideration
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Grants, under the Employee Incentive Plan and the US Sub-Plan, which were approved by shareholders at the 2014 Annual General Meeting.
6a	<p>Is the entity an <sup>+</sup>eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h <i>in relation to the <sup>+</sup>securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	No.
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	Not applicable
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	Not applicable

**Appendix 3B**  
**New issue announcement**

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Not applicable						
6f	Number of +securities issued under an exception in rule 7.2	Not applicable						
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Not applicable						
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable						
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Not applicable						
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	1. 15 December 2015 for Options; and  2. 15 December 2015 for Performance Rights						
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>293,512,650</td><td>Ordinary shares</td></tr></table>	Number	+Class	293,512,650	Ordinary shares		
Number	+Class							
293,512,650	Ordinary shares							
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>29,221,083 (after 1,050,000 issued)</td><td>Options</td></tr><tr><td>2,760,000 (after 350,000 issued)</td><td>Performance Rights</td></tr></table>	Number	+Class	29,221,083 (after 1,050,000 issued)	Options	2,760,000 (after 350,000 issued)	Performance Rights
Number	+Class							
29,221,083 (after 1,050,000 issued)	Options							
2,760,000 (after 350,000 issued)	Performance Rights							

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable
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## Part 2 - Pro rata issue

11	Is security holder approval required?	Not applicable
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12	Is the issue renounceable or non-renounceable?	Not applicable
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13	Ratio in which the *securities will be offered	Not applicable
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14	*Class of *securities to which the offer relates	Not applicable
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15	*Record date to determine entitlements	Not applicable
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16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
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17	Policy for deciding entitlements in relation to fractions	Not applicable
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18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable
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19	Closing date for receipt of acceptances or renunciations	Not applicable
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20	Names of any underwriters	Not applicable
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21	Amount of any underwriting fee or commission	Not applicable
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22	Names of any brokers to the issue	Not applicable
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23	Fee or commission payable to the broker to the issue	Not applicable
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**Appendix 3B**  
**New issue announcement**

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24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	Not applicable
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable
32	How do security holders dispose of their entitlements (except by sale through a broker)?	Not applicable
33	*Issue date	Not applicable