

impedimed

SHARE PURCHASE PLAN



IMPEDIMED LIMITED

ABN 65 089 705 144

This is an important document.

If you have any doubts as to what you should do,
please consult your stockbroker, solicitor, accountant
or other professional adviser.

OFFER AT A GLANCE

Key dates:

Record Date <i>Date for determining Eligible Shareholders</i>	Monday, 8 February 2016
Opening Date <i>Offer under SPP opens</i>	Thursday, 25 February 2016
Closing Date <i>Offer under SPP closes</i>	Wednesday, 16 March 2016 at 5.00pm (Sydney time)
Allotment Date <i>SPP Shares are issued</i>	Wednesday, 23 March 2016
Despatch Date <i>Confirmation of transaction despatched to shareholders</i>	Thursday, 24 March 2016

Note: The dates listed in this booklet are indicative only and ImpediMed retains the right to vary them without advance notice.

Key offer details:

Issue Price	A\$0.95
Maximum application amount	A\$14,999.55 (15,789 Shares)
Minimum application amount	A\$950 (1,000 Shares)

Important notice:

This document has been prepared for publication in Australia and New Zealand and may not be released or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this document have not been, and will not be, registered under the US Securities Act of 1933, as amended (**US Securities Act**). The securities to be offered and sold in the SPP may not be offered or sold in the United States except pursuant to an exemption form or in a transaction not subject to the registration requirements of the US Securities Act and applicable US state securities laws.

The SPP offer is not a recommendation to acquire Shares. This document does not constitute financial product advice and do not take into account the individual investment objectives, financial situation or particular needs of each Eligible Shareholder. Eligible Shareholders wanting to participate in the SPP should obtain independent advice in relation to the taxation and other consequences of an investment under the SPP before making a decision as to whether to participate in the SPP. A cooling-off regime does not apply in relation to the acquisition of Shares under the SPP.

25 February 2016



Dear Shareholder

Offer of Shares under Share Purchase Plan

On behalf of the Board of ImpediMed Limited (**ImpediMed**), I am pleased to offer you the opportunity to participate in the ImpediMed Share Purchase Plan (**SPP**) which was announced on 9 February 2016. The SPP forms part of a capital raising that also includes a A\$75 million share placement to sophisticated and professional investors (**Placement**).

The SPP provides eligible shareholders with the opportunity to invest up to approximately A\$15,000 in fully paid ordinary shares in ImpediMed (**Shares**) without paying any brokerage, commissions or other transaction costs.

The offer price of the Shares under the SPP is A\$0.95 per Share (**Issue Price**), the same as the issue price under the Placement.

The SPP will be capped at A\$7.5 million and ImpediMed may scale back applications if this amount is exceeded. Should this happen, you may be allocated fewer Shares than you applied for and the difference will be refunded to you. The SPP is not underwritten.

As announced to the market on 9 February 2016, the funds raised under the SPP will be used for the same purposes as the Placement proceeds, including to expand sales and marketing activities for L-Dex[®] and pursue the Chronic Heart Failure (**CHF**) business.

Who is eligible to participate?

Participation in the SPP is optional. To be eligible to participate in the SPP, you must have been a registered holder of ImpediMed Shares at 7.00pm (Sydney time) on 8 February 2016, and have your registered address in Australia or New Zealand.

Shareholders who hold Shares on behalf of persons residing outside Australia or New Zealand, who are in the United States, or who act for the account or benefit of a person in the United States, are not entitled to participate in the SPP on behalf of those persons.

How to apply

To apply for Shares under the SPP, please follow the instructions in this booklet. The offer period for the SPP closes at **5.00pm (Sydney time) on 16 March 2016**.

It is important that you carefully read and consider all of the SPP materials enclosed with this letter (including the SPP booklet, SPP rules and Application Form) before making any decision to participate in the SPP.

If you have any questions regarding the SPP, please call Link Market Services Limited between 8.30am and 5.30pm (Sydney time) Monday to Friday on 1300 551 242 or +61 1300 551 242.

We welcome your participation in the SPP and, on behalf of the board of ImpediMed, I thank you for your ongoing support.

Yours sincerely

A handwritten signature in black ink, appearing to read "Cherrell Hirst".

Dr Cherrell Hirst AO
Chairman
ImpediMed Limited

FREQUENTLY ASKED QUESTIONS

1 What is the ImpediMed Share Purchase Plan?

The ImpediMed Share Purchase Plan (**SPP**) provides Eligible Shareholders (defined below) with an opportunity to purchase up to A\$14,999.55 of fully paid ordinary shares in ImpediMed (**Shares**), without paying brokerage or other transaction costs, at the Issue Price described in section 6 below.

The SPP is governed by the SPP Rules (set out later in this booklet) which contain the terms and conditions of the SPP, as well as some important definitions used throughout this booklet. Shares issued under the SPP will rank equally in every respect with existing Shares quoted on ASX, with the same voting rights, distribution rights and other entitlements from the issue date.

2 Why is ImpediMed issuing new Shares?

ImpediMed is issuing new Shares under the SPP and the Placement in order to raise funds to:

- expand sales and marketing activities for L-Dex[®];
- allow for balance sheet flexibility and working capital expansion to drive additional L-Dex[®] growth in both the US and international markets;
- pursue the Chronic Heart Failure (**CHF**) business, including by completing the 510(k) process and conducting and completing a clinical trial in CHF to position ImpediMed with clinical data in support of a future product launch in CHF; and
- provide for balance sheet strength in the context of high levels of commercial and corporate inquiry being generated by ImpediMed.

3 Am I an Eligible Shareholder?

All shareholders as at the Record Date with a Registered Address in Australia or New Zealand (and in the case of New Zealand shareholders, who still hold Shares as at the date the SPP opens) (**Eligible Shareholders**) are eligible to participate in the SPP. Shareholders who hold Shares on behalf of persons residing outside Australia or New Zealand, who are in the United States, or who act for the account or benefit of a person in the United States, are not entitled to participate in the SPP on behalf of those persons.

4 How will Custodians, trustees and nominees be treated under the SPP?

Please refer to section 3 of the SPP Rules for information on eligibility for Custodian, trustee or nominee shareholders and their underlying beneficial owners.

5 Do I have to participate in the SPP?

Participation in the SPP is optional. If you do not wish to participate, then you are not required to take any further action.

This offer under the SPP is non-renounceable, which means that you cannot transfer your right under this offer to purchase Shares to anyone else.

6 What is the Issue Price?

The Issue Price will be A\$0.95, which is the same price at which Shares were offered under the Placement. This represents an 8% discount to the volume weighted average market price of the Shares over the last five trading days on which trading in Shares were recorded prior to the announcement of the SPP.

7 How much can I invest and how many Shares will I receive?

Eligible Shareholders may subscribe for a parcel of Shares under the SPP with one of the application amounts set out in the table below. The total number of Shares you will receive under each available parcel is as follows (assuming no Scale Back):

Application amount (A\$)	Number of Shares
\$950	1,000
\$2,375	2,500
\$4,750	5,000
\$9,500	10,000
\$14,999.55	15,789

8 What costs are associated with the SPP?

No brokerage, commissions or other transaction costs are payable by Eligible Shareholders in relation to the application for, and the issue of, Shares under the SPP.

9 What risks are associated with investing under the SPP?

You should note that if you apply to participate in the SPP, you are accepting the risk that the market price for ImpediMed's Shares may change. It is possible that between the time you make your application and up to or after the date your Shares are issued, you may be able to buy Shares at a lower price than the Issue Price.

10 What do I do if I receive more than one Application Form?

Eligible Shareholders who receive more than one Application Form under the SPP or who are able to participate in the SPP as an underlying beneficial owner of an eligible custodian (e.g. where an Eligible Shareholder holds shares in more than one capacity), may apply on different Application Forms for Shares, however the total aggregate amount that is applied for must not exceed A\$14,999.55.

11 How do I apply?

Option 1: Pay by BPAY®

To make payment by BPAY®, you must use the unique Reference Number printed on your Application Form. If you make your payment by BPAY®, you do not need to return your Application Form, but you will be taken to have given the representations set out on your Application Form. Once payment is submitted, you will not be able to withdraw, revoke or amend your application or BPAY® payment.

Option 2: Pay by cheque, bank draft or money order

You can complete the Application Form enclosed with this booklet and return it together with a cheque, bank draft or money order in payment for the Shares in the enclosed reply paid envelope to:

If by post:

ImpediMed Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001
Australia

If by hand:

ImpediMed Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138
Australia

Payments must be made in Australian dollars.

Cheques, bank draft or money order should be made payable to "ImpediMed Limited" and crossed "Not Negotiable".

All payments and applications must be received no later than 5.00pm (Sydney time) on 16 March 2016.

12 Who do I contact with further questions?

If you have any other queries in relation to the SPP, please call Link Market Services Limited between 8.30am and 5.30pm (Sydney time) Monday to Friday on 1300 551 242 if calling from within Australia or +61 1300 551 242.

Applications must be received before 5.00pm (Sydney time) on Wednesday, 16 March 2016.

SPP RULES

1 DEFINITIONS AND INTERPRETATIONS

- 1.1 When used in this booklet (including these SPP Rules), except to the extent that the context otherwise requires:

Application means an application for Shares under the SPP made in accordance with clause 4;

Application Form means a personalised application form pursuant to which Eligible Shareholders may apply for Shares under the SPP;

ASIC means the Australian Securities and Investments Commission;

ASX means Australian Securities Exchange or ASX Limited, as applicable;

BPAY® means the electronic payment facility by that name;

Constitution means the constitution of ImpediMed;

Custodian means has the meaning given in ASIC Class Order [CO 09/425];

Custodian Certificate has the meaning given in clause 3.8;

Eligible Shareholder means a shareholder in ImpediMed as at the Record Date with a Registered Address in Australia or in New Zealand (and in the case of a New Zealand shareholder, who still holds Shares as at the date the SPP opens);

ImpediMed means ImpediMed Limited ABN 65 089 705 144;

Issue Price means the issue price set out in clause 6.1;

Registered Address means the address of an Eligible Shareholder as shown in the Share Register;

Scale Back means that ImpediMed may in its absolute discretion issue to applicants less than the number of Shares they have applied for;

Share means a fully paid ordinary share in ImpediMed;

Share Register means the register of all shareholders of ImpediMed maintained by the Share Registry;

Share Registry means Link Market Services Limited ABN 54 083 214 537;

SPP means this share purchase plan; and

SPP Rules means these rules and includes the Application Form.

- 1.2 Words importing the singular include the plural and vice versa, words importing any gender include other genders and 'person' includes a corporation.

- 1.3 A reference to dollars or \$ is a reference to Australian dollars.

2 OFFER TIMETABLE

- 2.1 This offer is dated and taken to be made on 25 February 2016.
- 2.2 This offer opens on 25 February 2016 (**Opening Date**).
- 2.3 Subject to clauses 3.2 and 3.3, only those shareholders recorded in the Share Register as at 7.00pm (Sydney time) on 8 February 2016 (**Record Date**) with a Registered Address in Australia or in New Zealand will be eligible to participate in the SPP.
- 2.4 This offer closes at 5.00pm (Sydney time) on 16 March 2016 or such other time and date as determined by ImpediMed and announced in writing to shareholders (**Closing Date**). All Application Forms and payment for the Shares must be received by the Share Registry before the Closing Date.
- 2.5 It is intended that Shares will be issued on or about 23 March 2016 (**Allotment Date**) and confirmations will be sent to those shareholders who participated in the SPP by 24 March 2016.
- 2.6 ImpediMed has the discretion to change, at any time, any of these dates, regardless of whether the offer has opened or Applications have been received.

3 PARTICIPATION IN THE PLAN

- 3.1 Participation in the SPP is subject to these SPP Rules. The offer made under this SPP is made only to Eligible Shareholders.
- 3.2 Any shareholders with a Registered Address in New Zealand, who are registered as a holder of Shares on the Record Date but who do not hold Shares on the Opening Date will not be eligible to participate in the SPP.
- 3.3 Shareholders who hold Shares on behalf of persons residing outside Australia or New Zealand, who are in the United States, or who act for the account or benefit of a person in the United States are not entitled to participate in the SPP on behalf of those persons.
- 3.4 This offer is non-renounceable, which means Eligible Shareholders are not permitted to transfer their rights under this offer to any other person.
- 3.5 ImpediMed may accept or reject an Application in its absolute discretion. Reasons why ImpediMed may reject an Application include (but are not limited to) the following:
- (a) ImpediMed considers that the Application (whether alone or in conjunction with other Applications) does not comply, or it is not reasonably satisfied that the Application (whether alone or in conjunction with other Applications) complies, with the requirements of ASIC Class Order [CO 09/425] (as amended, replaced or supplemented) or any other requirements in the ASX Listing Rules or the *Corporations Act (Cth)* 2001;
 - (b) a cheque is dishonoured, or the cheque, bank draft or money order provided with the Application is not made out for the amount corresponding to the value of the parcel of the Shares applied for;
 - (c) a BPAY® payment is incomplete or invalid;
 - (d) an Application Form is incomplete, incorrect or otherwise determined by ImpediMed to be invalid;

- (e) an Application is received after the Closing Date;
- (f) an Application is made by a Custodian and does not include the required Custodian Certificate; or
- (g) ImpediMed believes that a person not eligible to participate in the offer under the SPP has made the Application.

Where ImpediMed rejects an Application, ImpediMed will promptly return to the Eligible Shareholder any relevant Application money provided by the Eligible Shareholder to ImpediMed (without interest).

3.6 Eligible Shareholders may subscribe for one of five parcels of Shares up to \$14,999.55:

Option	Parcel	Number of Shares
1	\$950	1,000
2	\$2,375	2,500
3	\$4,750	5,000
4	\$9,500	10,000
5	\$14,999.55	15,789

If ImpediMed receives an amount that does not equal one of the amounts specified above, ImpediMed may either:

- (a) reject the Application and refund in full the Application money (without interest) to the Eligible Shareholder; or
- (b) apply the dollar amount of the payment to the highest designated parcel that is less than the amount of the payment and refund the excess Application money (without interest) to the Eligible Shareholder.

3.7 Eligible Shareholders that receive more than one Application Form under the SPP (for example, if the Eligible Shareholder has more than one shareholding but under separate accounts) may apply on different Application Forms but may not make an Application which will result in the Eligible Shareholder applying for more than \$14,999.55 worth of Shares under the SPP.

3.8 If an Eligible Shareholder is a Custodian and is expressly noted on the Share Register as holding Shares in ImpediMed on behalf of a person (the **Participating Beneficiary**), the Custodian may apply for up to \$14,999.55 in Shares on behalf of each Participating Beneficiary, subject to providing a notice in writing to ImpediMed certifying the following (a **Custodian Certificate**):

- (a) either or both of the following:
 - (i) that the Custodian holds Shares on behalf of one or more Participating Beneficiaries that are not Custodians; and/or
 - (ii) that another Custodian (the **Downstream Custodian**) holds beneficial interests in Shares on behalf of one or more Participating Beneficiaries, and the Custodian holds the Shares to which those beneficial interests relate on behalf of the Downstream Custodian or another Custodian,

on the date of the Record Date and that each Participating Beneficiary has subsequently instructed the following persons:

(iii) where paragraph (a)(i) applies – the Custodian; and

(iv) where paragraph (a)(ii) applies – the Downstream Custodian,

to apply for Shares on their behalf under the SPP;

(b) the number of Participating Beneficiaries;

(c) the name and address of each Participating Beneficiary;

(d) in respect of each Participating Beneficiary:

(i) where paragraph (a)(i) applies – the number of Shares that the Custodian holds on their behalf;

(ii) where paragraph (a)(ii) applies – the number of Shares to which the beneficial interests relate;

(e) in respect of each Participating Beneficiary:

(i) where paragraph (a)(i) applies – the number or dollar amount of Shares which they instructed the Custodian to apply for on their behalf; and

(ii) where paragraph (a)(ii) applies – the number or dollar amount of Shares they instructed the Downstream Custodian to apply for on their behalf;

(f) that there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds \$14,999.55:

(i) the Shares applied for by the Custodian on their behalf under the SPP in accordance with the instructions referred to in paragraph (e) above; and

(ii) any other Shares issued to the Custodian in the 12 months before the Application as a result of an instruction given by them to the Custodian or to the Downstream Custodian to apply for Shares on their behalf under an arrangement similar to the SPP;

(g) that a copy of the written offer document was given to each Participating Beneficiary; and

(h) where paragraph (a)(ii) above applies – the name and address of each Custodian who holds beneficial interests in the Shares held by the Custodian in relation to each Participating Beneficiary.

3.9 Custodians wishing to participate on behalf of beneficiaries should contact the Share Registry on or +61 1300 551 242 or +61 or +61 1300 551 242 to request a Custodian Certificate.

3.10 A person that holds Shares as a trustee or nominee for another person, but is not a Custodian (as defined in ASIC Class Order [CO 09/425]) cannot participate for beneficiaries in the manner described in clause 3.8. In this case, the rules in clause 3.7 apply.

- 3.11 Eligible Shareholders that are joint holder of Shares in ImpediMed will be taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder and an Application, and certification as part of the Application Form, by one joint holder will be effective in respect of the other joint holders.

4 APPLICATION TO PARTICIPATE

- 4.1 To participate in the SPP, an Eligible Shareholder must either:

- (a) complete an Application Form and return it to the Share Registry together with payment by cheque, bank draft or money order; or
- (b) make payment by BPAY®.

All Applications and payment must be received by the Share Registry by 5.00pm (Sydney time) on the Closing Date.

- 4.2 Applications and payments may not be withdrawn once received by ImpediMed.

5 OPERATION OF THE PLAN

- 5.1 By submitting an Application, an Eligible Shareholder certifies, represents and warrants that:

- (a) in relation to all Shares applied for by the Eligible Shareholder under the SPP, the Eligible Shareholder does not make the Application for any other person in circumstances which might involve any breach of securities laws of any jurisdiction; and
- (b) it agrees to be bound by ImpediMed's Constitution in respect of all the Shares issued to the Eligible Shareholder under the SPP; and
- (c) the total price of all Shares purchased (or applied for) by the Eligible Shareholder, or which the Eligible Shareholder has instructed a Custodian to acquire on its behalf, under this offer and/or any similar offer made by ImpediMed in the 12 months prior to the date of submission of the Application Form, does not exceed \$15,000; and
- (d) ImpediMed is not liable for any exercise of its discretions referred to in the SPP Rules.

- 5.2 Each Eligible Shareholder that makes an Application:

- (a) authorises ImpediMed to correct any minor errors in its Application Form and to complete the Application Form by inserting any missing minor detail;
- (b) acknowledges that ImpediMed may determine that an Application Form is valid, in accordance with the SPP Rules, even if the Application Form is incomplete, contains errors or is otherwise defective.

6 ISSUE PRICE

- 6.1 The Issue Price will be \$0.95. This represents an 8% discount to the volume weighted average market price of the Shares over the last five trading days on which trades in Shares were recorded prior to the announcement of the SPP on 9 February 2016.

- 6.2 Each Eligible Shareholder acknowledges the risk that the market price of Shares may increase or decrease between the date of the offer and the date of issue, which may

mean that the Issue Price paid for the Share under the SPP may exceed or be less than the market price for the Shares on the date of issue.

- 6.3 ImpediMed recommends that you monitor ImpediMed's share price, which can be found on the ASX website at www.asx.com.au (ASX code: IPD) or at <https://investors.impedimed.com/>.

7 RIGHTS ATTACHING TO SHARES ISSUED UNDER SPP

7.1 Shares issued under the SPP will rank equally in all respects with existing Shares.

7.2 ImpediMed will apply for the Shares issued under the SPP to be quoted on ASX.

8 COST OF PARTICIPATION

8.1 Subject to Rule 8.2, no brokerage, commission or other transaction costs will be payable by an Eligible Shareholder in respect of the application for, and the issue of, Shares under the SPP.

8.2 In the event of a change in legislation or regulation so that, at the date of any issue of Shares, stamp duty or any other tax or duty is payable in respect thereof, the amount of such stamp duty or other tax or duty shall be paid by the Eligible Shareholder to whom the Shares are issued and, in respect of each such Share, included in the calculation of the Issue Price.

9 NON-PARTICIPATION

9.1 Participation in the SPP is voluntary. It shall be a matter for each Eligible Shareholder to determine whether or not they make an Application for Shares under the SPP.

10 SCALE BACK

10.1 If applications under the SPP exceed \$7.5 million, ImpediMed may undertake a Scale Back at its absolute discretion and in the manner it sees fit. If the Scale Back produces a fractional number of Shares when applied to a parcel of Shares, the number of Shares allocated will be rounded up to the nearest whole number of Shares.

10.2 If ImpediMed undertakes a Scale Back, the difference between the Application monies received, and the number of Shares issued to you multiplied by the Issue Price, will be refunded to you (without interest) in accordance with Rule 11.

11 REFUNDS

11.1 If you are entitled to a refund of all or any of your Application monies the refund will be paid, without interest, as soon as practicable:

- (a) by direct debit to your nominated bank account (as recorded by the Registry) or by cheque sent to your Registered Address; or
- (b) by returning the Eligible Shareholder's Application Form and cheque, bank draft or money order, if not processed to your Registered Address.

12 WAIVER, VARIATION, SUSPENSION AND WITHDRAWAL

12.1 ImpediMed may determine appropriate procedures for administration and implementation of the SPP consistent with the SPP Rules and to settle any difficulty which may arise generally or in a particular case, in relation to the SPP, as

ImpediMed thinks fit. Any such determination will bind all Eligible Shareholders and other persons to whom the determination relates.

12.2 ImpediMed may in its absolute discretion:

- (a) waive compliance with any provisions of the SPP Rules;
- (b) amend or vary the SPP and/or the SPP Rules; or
- (c) suspend or withdraw the offer at any time.

12.3 Any such waiver, amendment, variation, suspension or withdrawal will be binding on all Eligible Shareholders, even where ImpediMed does not give notice of the event.

12.4 ImpediMed and its officers and employees will not be responsible or liable whatsoever for any act or omission (including for negligence) arising from or in connection with operation of the SPP.

13 TAXATION

13.1 ImpediMed makes no representations or warranties in respect of, and accepts no responsibility for, the liability of Eligible Shareholders to pay, any tax (including income tax and withholding tax) in respect of any issue of Shares, payment or other transaction pursuant to this SPP.

14 NO UNDERWRITING

14.1 The SPP will not be underwritten.

15 GOVERNING LAW

15.1 These SPP Rules are governed by the laws of New South Wales, Australia.

15.2 Any dispute arising out of or in connection with these SPP Rules, or the offer of Shares, will be determined by the courts in New South Wales. By accepting the SPP offer, Eligible Shareholders agree to submit to the exclusive jurisdiction of the courts in New South Wales.

SRN/HIN:

Entitlement Number:

Record Date: 8 February 2016

Offer Opens: 25 February 2016

Issue Price per Share: A\$0.95

Offer Closes 5:00pm (Sydney time):	16 March 2016
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SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP offer booklet (including the SPP Rules) accompanying this form.
- Decide on the amount of Shares you wish to apply for.
- Pay for the Shares in accordance with the instructions outlined in the SPP Rules and further important instructions on the reverse of this form.
 - Option 1: Paying by BPAY®.
 - Option 2: Paying by Cheque, Bank Draft or Money Order.
- Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do **NOT** need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Share Registry by BPAY® by 5:00pm (Sydney time) on 16 March 2016. By paying by BPAY®, you will be deemed to have completed an Application Form for the number of Shares the subject of your Application payment.

If you make a payment by BPAY® and ImpediMed Limited receives an amount which is not equal to either A\$950.00, A\$2,375.00, A\$4,750.00, A\$9,500.00 or A\$14,999.55, ImpediMed Limited may at its discretion either reject the Application or treat it as an Application for the next lowest parcel. Your payment must be for a minimum of A\$950.00.



Billers Code: 908764

Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.
More info: www.bpay.com.au

© Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application payment.

- Tick the box beside the amount of Shares you wish to apply for.
- Enter your cheque, bank draft or money order details. The amount of your Application payment should be equal to the amount applied for in section A of the Acceptance Slip. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "ImpediMed Limited" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to either A\$950.00, A\$2,375.00, A\$4,750.00, A\$9,500.00 or A\$14,999.55, ImpediMed Limited may at its discretion either reject the Application or treat it as an Application for the next lowest parcel. Your payment must be for a minimum of A\$950.00.
- Enter your contact telephone number at which we may contact you regarding your Application, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.



ImpediMed Limited
ABN 65 089 705 144

Please detach and enclose with payment

For shareholders who are not applying as Custodians:
I/We certify that the matters listed in item 7 of the Important Information section of the Application Form are true and correct.

SRN/HIN:

Entitlement Number:



A I/we wish to purchase a parcel of Shares to the dollar amount of (tick one box only):

<input type="checkbox"/>	1,000 Shares A\$950.00	OR	<input type="checkbox"/>	2,500 Shares A\$2,375.00	OR	<input type="checkbox"/>	5,000 Shares A\$4,750.00	OR	<input type="checkbox"/>	10,000 Shares A\$9,500.00	OR	<input type="checkbox"/>	15,789 Shares A\$14,999.55
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B Make your cheque, bank draft or money order payable to "ImpediMed Limited" and crossed "Not Negotiable"

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"/> .00

C Telephone Number – Business Hours Telephone Number – After Hours Contact Name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. Terms defined in the offer booklet for the SPP have the same meaning in this Application Form.
3. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
4. Please ensure you have read and understood the SPP Rules and this Important Information, before you make your Application. By submitting your Application, you agree to be bound by the Constitution of ImpediMed Limited and make an irrevocable offer to subscribe for Shares on the terms of the SPP set out in the SPP Rules.
5. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
6. If you are a person within the definition of "custodian" in ASIC Class Order [CO 09/425] ("Custodians") you must complete and submit an additional schedule that contains additional certifications and details that must be provided ("the Custodian Certificate") before your Application will be received. The Custodian Certificate can be obtained by contacting the ImpediMed Limited SPP offer information line. Applications received by Custodians that are not accompanied by the Custodian Certificate may be rejected.
7. For applicants that are not Custodians, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application payment paid by you for:
 - the parcel of Shares indicated on this Application Form or BPAY® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf, under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY®, does not exceed A\$15,000.
8. ImpediMed Limited reserves the right to make amendments to this Application Form where appropriate.
9. Applicants are not assured of receiving the Shares for which they have applied as ImpediMed Limited may scale back applications in its absolute discretion.
10. All dates listed on this Application Form are indicative only and ImpediMed Limited retains the right to vary them without advance notice.

How to lodge your Acceptance Slip and Application payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application payment. No postage stamp is required if it is posted in Australia.

Your Acceptance Slip and the payment for Shares must be received by the Share Registry no later than the closing date of the SPP offer. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Share Registry by the close of the offer.

Mailing address	or	Hand delivery
ImpediMed Limited		ImpediMed Limited
C/- Link Market Services Limited		C/- Link Market Services Limited
GPO Box 3560		1A Homebush Bay Drive
Sydney NSW 2001		Rhodes NSW 2138 (Please do not use this address for mailing purposes)

Make sure you send your Acceptance Slip and Application payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5:00pm (Sydney time) on 16 March 2016. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. ImpediMed Limited reserves the right not to process any Acceptance Slips and Application payments received after the closing date for the SPP offer.

If you require information on how to complete this Acceptance Slip please contact the ImpediMed Limited SPP offer information line on 1300 551 242 if calling within Australia or +61 1300 551 242 if calling from outside of Australia.