
SECOND SUPPLEMENTARY PROSPECTUS

IM Medical Limited ACN 009 436 908

1. Important Information

This Second Supplementary Prospectus is dated 14 August 2015 and is supplementary to the prospectus dated 11 June 2015 (**Prospectus**) and the supplementary prospectus dated 24 June 2015 (**First Supplementary Prospectus**) issued by IM Medical Limited (ACN 009 436 908) (**Company**).

This Second Supplementary Prospectus was lodged with the Australian Securities and Investments Commission (**ASIC**) on 14 August 2015. ASIC does not take any responsibility for the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus must be read together with the Prospectus and the First Supplementary Prospectus. If there is a conflict between the Prospectus, or the First Supplementary Prospectus, and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail. Terms defined in the Prospectus have the same meaning where used in this Second Supplementary Prospectus. For the avoidance of doubt, references to 'Section' in this Second Supplementary Prospectus mean references to that section of the Prospectus, unless otherwise stated.

This document is important and should be read in its entirety. Please consult your legal, financial or other professional adviser if you do not fully understand the contents.

Other than the changes set out below, all other details in relation to the Prospectus remain unchanged.

2. Reasons for Second Supplementary Prospectus

2.1 Purpose of this document

The purpose of this Second Supplementary Prospectus is to extend the offer period of the Top-up Placement Offer.

2.2 Application Forms

As the content of this Second Supplementary Prospectus is not considered to be materially adverse to investors:

- (a) applications for Securities under the Offers must be made using the Application Form attached to or accompanying the Prospectus (see the Application Form and Section 2 of the Prospectus for detailed instructions on how to complete the Application Form and return it by the Closing Date); and
- (b) applicants who have already subscribed for Shares under the Prospectus to the date of this Second Supplementary Prospectus do not need to take any action.

This is a supplementary prospectus intended to be read with the prospectus dated 11 June 2015, and the first supplementary prospectus dated 24 June 2015, issued by IM Medical Limited (ACN 009 436 908).

3. Amendments to the Prospectus

Shareholder approval was obtained on 14 July 2015 for the Top-up Placement Offer of Shares and Options to be completed within three months of the Shareholder Meeting. The partial completion of the Top-up Placement Offer was announced by the Company on 22 July 2015. A further 117,740,980 Shares and 29,435,245 free attaching Options are available to be issued under the Top-up Placement Offer at 0.1 cents per Share.

The Company has resolved to extend the offer period of the Top-up Placement Offer to align the timeframe for the issue of the balance of the Top-up Placement Offer Securities under the Prospectus and the First Supplementary Prospectus with the Shareholder approval noted above.

Section 1.12(b) of the Prospectus is deleted and replaced with the following:

(b) Top-up Placement Offer

The Top-up Placement Offer is an offer only to the Underwriter or its nominees (including the Sub-underwriters who sub-underwrite the SPP Offer). Only the Underwriter or its nominees may apply for Securities under the Top-up Placement Offer.

Offers under the Top-up Placement Offer may be made up until 14 October 2015. A personalised Application Form will be issued to the Underwriter and each of its nominees together with a copy of this Prospectus. The number of Shares and attaching New Options to be offered to the Underwriter and each of its nominees will be outlined in the personalised Application Form provided by the Company. The Company will only provide personalised Application Forms in relation to the Top-up Placement Offer to the persons entitled to participate in that Offer.

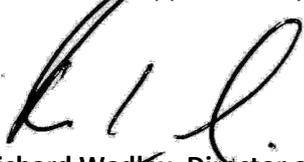
In order to apply for the grant of Shares and attaching New Options under the Top-up Placement Offer you must complete and return the personalised Application Form provided to you to the Company, together with a cheque for the Application Monies or a payment to the bank account advised by the Company by the time and date advised by the Company.

4. Directors' Authorisation

This Second Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.

This Second Supplementary Prospectus is signed for and on behalf of Company by:



Richard Wadley, Director and Company Secretary

14 August 2015