

Osprey Medical Inc. Secondary Trading Notice

Notice given under Section 708A(5)(e) of the Corporations Act

Minnesota, United States and Melbourne, Australia – 11 August 2017. This notice is given by Osprey Medical Inc. (**Osprey** or **Company**) (ASX:OSP) under section 708(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by ASIC Class Order 14/827 (**Class Order**)).

Background

Osprey announced on 4 August 2017 that it had received commitments from sophisticated and institutional investors to subscribe for 55,464,076 CHESS Depository Interests (**New CDIs**) (representing 27,732,038 shares of Common Stock) at A\$0.40 per New CDI to raise approximately A\$22.2 Million (**Placement**).

Osprey announced that the Placement was within Osprey's 15% placement capacity under ASX Listing Rule 7.1 and its 10% placement capacity under ASX Listing Rule 7.1A.

Osprey has today issued 42,461,402 New CDIs (representing 21,230,701 shares of Common Stock) under the Placement and those New CDIs will rank equally with the existing CDIs on issue.

Brandon Capital Partners (including funds that Brandon Capital Partners manage) (**Brandon**), has committed to subscribe for the remaining 13,002,674 New CDIs to be issued under the Placement (approximately A\$5.2 million). Brandon will settle its portion of the Placement at the same time as settlement occurs under the Entitlement Offer announced on 4 August 2017 (**Entitlement Offer**).

Settlement under the Entitlement Offer is due to occur on 1 September 2017 with CDIs to be allotted on 4 September 2017.

Statements by Osprey

Osprey relies on case 1 in section 708A(5) of the Corporations Act (as modified by the Class Order) and gives notice that it has issued the CDIs without disclosure to investors under Part 6D.2 of the Corporations Act.

As at the date of this notice, Osprey:

- 1 has complied with section 601CK of the Corporations Act and section 674 of the Corporations Act; and
- 2 confirms that, there is no information:

- (a) that has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and
- (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of Osprey; and
 - (ii) the rights and liabilities attaching to Osprey's securities,to the extent to which it would be reasonable to investors and their professional advisers to expect to find such information in a disclosure document.

About Osprey

Osprey Medical's vision is to make heart imaging procedures safer for patients with poor kidney function. The amount of dye (contrast) used during angiographic imaging procedures increases the patient's risk for dye-related kidney damage known as Contrast Induced Acute Kidney Injury (AKI). The Company's core technologies originated from research conducted by Dr David Kaye at Melbourne's Baker Institute. Its proprietary dye reduction and monitoring technologies are designed to help physicians minimize dye usage and monitor the dose of dye real time throughout the procedure. The Company's DyeVert™ Plus System reduces contrast while maintaining image quality in a self-adjusting easy-to-use design that monitors dye usage. Osprey Medical's Board and Management are comprised of experienced and successful personnel with established track records covering medical device development, regulatory approvals, sales and marketing, and mergers-acquisitions. Osprey Medical's advisory board comprises world-recognised experts in heart and kidney diseases.

Forward-Looking Statements

This announcement contains or may contain forward-looking statements that are based on management's beliefs, assumptions and expectations and on information currently available to management. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future are forward-looking statements, including without limitation our expectations with respect to our ability to commercialize our products including our estimates of potential revenues, costs, profitability and financial performance; our ability to develop and commercialize new products including our ability to obtain reimbursement for our products; our expectations with respect to our clinical trials, including enrolment in or completion of our clinical trials and our associated regulatory submissions and approvals; our expectations with respect to the integrity or capabilities of our intellectual property position. Management believes that these forward-looking statements are reasonable as and when made. You should not place undue reliance on forward-looking statements because they speak only as of the date when made. Osprey does not assume any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Osprey may not actually achieve the plans, projections or expectations disclosed in forward-looking statements, and actual results, developments or events could differ materially from those disclosed in the forward-looking statements.

Foreign Ownership Restriction

Osprey's CHES Depositary Interests (CDIs) are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (Securities Act) for offers or sales which are made outside the US. Accordingly, the CDIs have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. The holders of Osprey's CDIs are unable to sell the CDIs into the US or to a US person unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. Hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.

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