



Osprey Medical Inc. Secondary Trading Notice

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

Minnesota, United States and Melbourne, Australia – 6 November 2018. 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 [CO 14/827] (**Class Order**)).

Background

Osprey announced on 30 October 2018, a private placement of 64,516,130 CHES Depositary Interests (**New CDIs**) (representing 32,258,065 new fully paid shares of common stock) at a price of A\$0.155 per CDI to Allan Gray, a leading investment management firm, to raise A\$10.0 million (before costs and expenses) (**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 64,516,130 New CDIs (representing 32,258,065 shares of common stock) under the Placement and those New CDIs will rank equally with the existing CDIs on issue.

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 New 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,

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Osprey Medical Inc. (ARBN 152 854 923) is a foreign company incorporated in Delaware, USA.

www.ospreymed.com

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 CHESS Depository 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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Brendan Case

Australian Secretary