



29 November 2012

Mr Kobe Li
Senior Adviser, Listings (Melbourne)
ASX Compliance Pty Ltd
Level 4, Rialto North Tower
525 Collins Street
Melbourne Vic 3000

Dear Sir

We refer to your letter dated 23 November 2012 in relation to disclosure of diversity policy.

Your letter has asked that the company make additional disclosures about the extent to which it has followed or not followed each of the recommendations relating to diversity.

We respond as follows:

1. The company has not established a policy on diversity at this time and the company has not established or reported measurable objectives for achieving gender diversity. The company did not report the proportion of women employees or departure from diversity recommendations in the 2012 Annual Report.
2. The board considers that adoption of a policy on diversity at this time is impractical for a small organisation comprising less than fifteen full time equivalent (FTE) staff.
3. The board considers the company's policy on equal opportunity provides relevant guidance on issues of diversity in the current circumstances of the company.
4. The Annual Report includes a statement that the directors will continue to monitor issues such as diversity over the next 12 months.
5. In relation to gender of employees, the company currently has two women employees (1.4 FTE), representing 15% of total staff.
6. We will ensure the Annual Report corporate governance disclosures address these matters in future.

Please contact the undersigned if you have any queries or require further information.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Bruce R Andrew", is written over a light blue horizontal line.

Bruce R Andrew
Company Secretary

Phone (61 3) 9538 3333

Fax (61 3) 9562 7742

Website www.optiscan.com

PO Box 1066, Mt Waverley MDC VIC 3149 Australia

15-17 Normanby Rd, Notting Hill VIC 3168 Australia



ASX Compliance Pty Limited
ABN 26 087 780 489
Level 4
Rialto North Tower
525 Collins Street
MELBOURNE VIC 3000

Telephone 61 3 9617 8711
Facsimile 61 3 9614 0303
www.asx.com.au

23 November 2012

Bruce Andrew
CFO
Optiscan Imaging Limited

By Email

Dear Bruce,

Optiscan Imaging Limited (the “Company”)

We refer to the Company’s annual report for the year ended 30 June 2012 (“Annual Report”) released to the market on 28 September 2012 and in particular to the Company’s disclosures about its corporate governance practices and in particular its diversity policy.

Listing rule 4.10.3 requires that an entity include in its annual report:

“A statement disclosing the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed all of the recommendations the entity must identify those recommendations that have not been followed and give reasons for not following them. If a recommendation had been followed for only part of the period, the entity must state the period during which it had been followed.”

Principle 3 of the 2010 amendments to the 2nd edition of the ASX Corporate Governance Principles and Recommendations states that Companies should actively promote ethical and responsible decision-making and that:

“Companies should publish their policy concerning diversity, or a summary of that policy, and disclose annually their measurable objectives for achieving gender diversity, their progress toward achieving those objectives and the proportion of women in the whole organisation, in senior management postings and on the board.”

More specifically the following recommendations set out in more detail the requirements:-

Recommendation 3.2

“Companies should establish a policy concerning diversity and disclose the policy or a summary of that policy. The policy should include requirements for the board to establish measurable objectives for achieving gender diversity and for the board to assess annually both the objectives and progress in achieving them.”

Recommendation 3.3

“Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them.”



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Recommendation 3.4

“Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the board.”

Recommendation 3.5

“Companies should provide the information indicated in the Guide to reporting on Principle 3.”

The Listed Entities Updates dated 1 October 2010 and 7 February 2012, reminded listed entities of their obligation to report under the 2010 amendments to the 2nd edition of the ASX Corporate Governance Principles and Recommendations as set out above in their annual report for their first financial year commencing on or after 1 January 2011.

ASX Listings (ASXL) has reviewed the diversity policy disclosures in the annual reports of all entities. Upon our review of the Company's Annual Report, ASXL could not identify a statement in the annual report confirming whether the Company had followed or not followed the diversity recommendations of the Council.

ASXL attaches particular importance to encouraging a consistently high standard of listed entities' disclosures about the Council's corporate governance recommendations.

In light of the Company's non-disclosure in respect of the diversity recommendations in its Annual Report, ASXL requires that the Company make additional disclosure to the market in compliance with listing rule 4.10.3 about the extent to which the Company has followed or not followed each of the diversity recommendations of the Council.

The additional disclosure should be sent to me by e-mail or by facsimile on facsimile number **(03) 9614 0303**. It should not be sent to ASX Market Announcements. This is requested as soon as possible and, in any event, not later than **9.30am A.E.D.T. on Friday, 30 November 2012**.

Under listing rule 18.7A, a copy of this letter and the additional disclosure will be released to the market, so your response should be presented in a suitable form.

Should the Company fail to do so, ASXL may consider suspending the Company's securities from quotation until the Company releases to the market a diversity policy that discloses the required information.



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If you have any queries about this letter, or about the Council's recommendations and the Company's reporting obligations in relation to those recommendations, please contact me immediately.

Yours sincerely,

Kobe Li
Senior Adviser, Listings (Melbourne)