



4 October 2007

Dear Shareholder

We have pleasure in enclosing the Notice of Annual General Meeting for 2007 and the Proxy Form for the meeting.

Annual Reports Online

On 15 August 2007, we wrote to you about the new arrangements regarding annual reports. The Australian Government recently introduced legislation enabling shareholders to obtain the annual report from the company's website. Our letter offered shareholders the option of continuing to receive a printed annual report, and also asked shareholders if they wanted to provide an email address for electronic communication.

In accordance with these new arrangements, we wish to advise that the **2007 Annual Report for Optiscan Imaging Limited is now available on the company's website at**

www.optiscan.com

The information you need is under the "Investor" section of the website, and there is a link on the front (home) page for easy access.

Under the new arrangements, annual reports will only be sent to those shareholders that expressly elect to receive a printed version, by completing the form referred to above. Annual Reports will be issued to those shareholders who made such an election within the next week.

If you did not make the election but would like to obtain a printed copy of the 2007 Annual Report, you will need to contact the company.

If you wish to change your annual report election, or if you want to provide an email address for electronic communication, you should contact Computershare on 1300 850 505.

Yours Faithfully

A handwritten signature in blue ink, appearing to read "Bruce R. Andrew".

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

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of the Shareholders of **Optiscan Imaging Limited** ('Company') will be held at the offices of the Company, **15-17 Normanby Road, Notting Hill, Victoria on Wednesday, 7 November, 2007 at 2.00pm.**

Business

Accounts

To receive and consider the Financial Report, Directors' Report and Auditor's Report for the financial year ended 30 June 2007.

Resolutions

1. Remuneration Report

To consider, and if thought fit, to pass the following as an ordinary resolution:

'That the Remuneration Report included in the Annual Report for the year ended 30 June 2007 be adopted.'

It should be noted that the vote on this resolution is advisory only, and does not bind the company or its directors.

2. Re-election of Keith Daniel

To consider, and if thought fit, to pass the following as an ordinary resolution:

'That Keith Daniel, a director retiring by rotation in accordance with the Company's constitution, being eligible and having signified his candidature for the office, be re-elected a director of the Company.'

Entitlement to Vote

In accordance with regulation 7.11.37 of the Corporations Regulations, all securities of the Company that are quoted securities at 7pm on Monday, 5 November 2007 are taken, for the purposes of the above meeting, to be held by the persons who held them at that time. Only those persons will be entitled to vote at the General Meeting on 7 November 2007.

Proxies

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint no more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member(s) voting rights. Neither proxy is entitled to vote on a show of hands.
2. A proxy need not be a member of the Company.
3. If the form of proxy is signed but is blank in all other material aspects, it will be taken to mean that it is in favour of the chairman of the Meeting for full voting rights. The chairman intends to vote any undirected proxies in favour of all resolutions.
4. If a representative of a corporation is to attend the meeting, the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the office of Optiscan Imaging Limited.

Questions and Comments by Shareholders

In accordance with the Corporations Act 2001, shareholders will be given the opportunity to ask questions about, or make comments on, the management of the company.

Furthermore, shareholders will be provided with an opportunity to ask questions of the Company's auditor in relation to:

1. the conduct of the audit; and
2. the preparation and content of the auditor's report; and
3. the accounting policies adopted by the company in relation to the preparation of the financial statements; and
4. the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit a written question to the auditor if the question is relevant to the content of the audit report or the conduct of the audit. A list of any such written questions received will be made available to shareholders attending the Annual General Meeting. If written answers are tabled at the meeting, they will be made available to shareholders as soon as practicable after the meeting on the company's website, www.optiscan.com.

Written questions for the auditor must be received at the registered office of the company no later than 5pm on Tuesday 30 October 2007. Written questions should be sent to the registered office at 15-17 Normanby Road, Notting Hill, Victoria, 3168, or by fax to (613) 9562 7742.

Annual Report Online

The 2007 Annual Report for Optiscan Imaging Limited is available on the Company's website at www.optiscan.com

Dated 18 September, 2007

By Order of the Board



Bruce R. Andrew
Company Secretary

EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING 2007

PURPOSE OF INFORMATION

The purpose of this Explanatory Memorandum (which is included in and forms part of the Notice of Annual General Meeting dated 18 September 2007) is to provide Shareholders with an explanation of the business of the meeting and of the resolutions to be proposed and considered at the Annual General Meeting on 7 November 2007 and to assist Shareholders to determine how they wish to vote on these resolutions.

ANNUAL FINANCIAL REPORT

The Corporations Act requires the reports of the directors and auditors, and the annual financial statements to be tabled at the annual general meeting. There is no requirement under the Corporations Act for a resolution to adopt, receive or consider the financial statements and reports.

Shareholders will be invited to raise any questions on these reports at the meeting. In addition, the company's auditor will be available to respond to questions about the auditor's report and the conduct of the audit.

RESOLUTION 1: REMUNERATION REPORT

The Directors' Report for the year ended 30 June 2007 includes a Remuneration Report in accordance with the requirements of the Corporations Act.

Shareholders in general meeting are required to consider a resolution to adopt the Remuneration Report. The Corporations Act expressly provides that the vote is advisory only and does not bind the directors or the company.

RESOLUTION 2: RE-ELECTION OF MR KEITH DANIEL AS A DIRECTOR – CANDIDATE PROFILE

Keith Daniel is a non-executive director with extensive experience in the commercialisation of medical instruments. He has spent the last 38 years in the medical device industry largely taking innovative Australian technology to world markets. During most of that time he has held senior general management and technology management roles in various global subsidiaries of Nucleus Ltd. including the role of CEO and Chairman of Nucleus before his retirement in 1999. Nucleus has been the nurturer of many of Australia's leading health care companies including Cochlear Limited, the world's leading manufacturer of implantable prosthetic devices for the hearing impaired; the Telectronics group, developing and marketing implantable cardiac pacemakers and defibrillators, and AMBRI Pty Ltd, the developer of a breakthrough technology in the field of membrane biosensors.

Mr Daniel is a founder and director of Milvella Pty Ltd, a start up that since 1999 has developed and is marketing devices worldwide for use in the field of cataract and refractive surgery.

Mr Daniel joined the board of Optiscan in 2001, and since that time has provided valuable advice, experience and insight into the medical device industry in Australia, and the challenges of taking successful Australian developments into the global market. His counsel and guidance is highly respected by the board and management.

Proxy Form

I/We
 (please print name)

of
 (please print address)

SRN (Security Reference Number) OR
 HIN (Holder Identification Number)

Number of shares held

Appointment of Proxy

The Chairman of the Meeting
 (mark with an 'X') OR Name & Address
 of Proxy

or, in his/her absence, or if no person is named, the Chairman of the meeting as my/our proxy to vote on my/our behalf at the **Annual General Meeting of Optiscan Imaging Limited to be held at the registered office on Wednesday 7 November 2007 at 2.00pm** and at any adjournment of that meeting.

Appointing a second proxy

Mark this box with an 'X' if you wish to appoint a second proxy **AND** State % voting rights or number of securities

Directing your Proxy

If you want to direct your proxy how to vote, please indicate with an 'X' how you wish your vote to be cast. If you do not direct your proxy how to vote on a resolution, your proxy may vote as he/she thinks fit. The resolutions are numbered as in the notice of meeting.

Voting directions to your proxy – please insert 'X' in the appropriate box to indicate your directions

Ordinary Resolutions	For	Against	Abstain
1. To adopt remuneration report (non-binding resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr Keith Daniel as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Authorised Signatures

Individual or Securityholder 1

 Sole Director and
 Sole Company Secretary

Securityholder 2

 Director

Securityholder 3

 Director/Company Secretary

 Contact Name

 Contact Daytime Telephone

____ / ____ / ____
 Date

Other Information

This proxy must be signed by each member (or the member's attorney) to which this proxy relates. Proxies given by a company must be signed either under seal, by attorney or by two directors of the company, a director and a company secretary of the company or, for a proprietary company that has a sole director who is also the sole company secretary, that director.

Proxies must be lodged at the registered office of Optiscan Imaging Limited, 15-17 Normanby Road, Notting Hill, 3168 or faxed to the registered office on facsimile number (03) 9562 7742 no later than 7.00pm on Monday, 5 November 2007 (48 hours prior to meeting).

In accordance with regulation 7.11.37 of the Corporations Regulations, all securities of the Company that are quoted securities at 7pm on Monday, 5 November 2007 are taken, for the purposes of the above meeting, to be held by the persons who held them at that time. Only those persons will be entitled to vote at the General Meeting on 7 November 2007.

Notes:

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