



15 January 2014

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 13 January 2014 in relation to lodgement of Appendix 3Y on 5 December 2013. Our responses to the *questions* raised in your letter are as follows:

1. *Please explain why the Appendix was lodged late. (due 2 December, lodged 5 December)*

This was an oversight in relation to the commencement date of the trades in question. Completion of the order took several days and the director overlooked the trigger date as his reporting focus was on completion of the order.

2. *What arrangements does the company have in place with its directors to ensure it is able to meet its disclosure obligations under listing rule 3.19A?*

The directors are aware of the disclosure obligations and the share trading policies in the Corporate Governance Statement, and are instructed to advise the company secretary when trading in company securities. On this occasion, the advice was made, but late.

3. *If the current arrangements are inadequate or not being enforced, what additional steps does the company intend to take to ensure compliance with listing rule 3.19B?*

The company considers the current arrangements are adequate, and the directors' obligations have been further discussed and noted. The director in question has also instigated enhanced reporting arrangements with his broker.

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

Yours sincerely

A handwritten signature in black 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



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

GPO Box 1784
Melbourne VIC 3001

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

13 January 2014

Mr Bruce Andrew
Company Secretary & CFO
OptiScan Imaging Limited

By Email

Dear Bruce,

OptiScan Imaging Limited (the "Company")

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX on 5 December 2013 for Mr Angus Matthew Holt;
2. Listing rule 3.19A which requires an entity to tell ASX the following:

3.19A.1 *The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.*

- *On the date that the entity is admitted to the official list.*
- *On the date that a director is appointed.*

The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity's admission or a director's appointment.

3.19A.2 *A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.*

3.19A.3 *The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.*

3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.



4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

The Appendix 3Y indicates that changes in Mr Holt's notifiable interest occurred on 25 November 2013. It appears that the Notice should have been lodged with ASX by 2 December 2013. Consequently, the Company may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed companies for its reporting requirements.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", we ask that you answer each of the following questions:

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail or by facsimile on facsimile number (03) 9614 0303. It should not be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (**i.e. before 9.30 a.m. E.S.T.) on Thursday, 16 January 2013.**

Under listing rule 18.7A, a copy of this query and your response will be released to the market, so your response should be in a form suitable for release and should separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely

Sent electronically without signature

Kobe Li
Senior Adviser, Listings (Melbourne)