

Date: 5 April 2016

Dear Shareholder

Second and Final Notice – Minimum Holding Share Sale

As announced to ASX on **23 February 2016**, Resonance Health Limited (ACN 006 762 492) (**Company**) has, in accordance with clause 3 of the Company's constitution, instituted a sale of ordinary shares for and on behalf of shareholders who hold less than a "marketable parcel" (defined in the Australian Securities Exchange (**ASX**) Listing Rules as a parcel of securities of not less than \$500) (**Unmarketable Parcel**).

On **23 February 2016**, the Company wrote to you advising that you held an Unmarketable Parcel and that unless you responded to that letter by 5.00pm (WST) on **12 April 2016**, the Company intended to sell your Unmarketable Parcel.

Each Unmarketable Parcel will be sold for no less than the price per share equal to 80% of the simple average of the last sale prices of the ordinary shares quoted on the ASX for each of the ten trading days immediately preceding the date of any offer received by the Company (**Authorised Price**).

Our share register shows that the number of shares held by you in the Company as at 7.00pm (EST) on 22 February 2016 was valued at less than \$500 based on the closing price of the Company's shares on 22 February 2016, being the day immediately preceding the announcement of the sale. The closing price of the Company's share on 22 February 2016 was 2 cents per share and the Company hereby gives you this second and final notice that unless you respond to this letter, the Company will, immediately upon the expiry of 5 Business Days from the date of this notice, sell your Unmarketable Parcel and deliver to you the proceeds of the sale of that Unmarketable Parcel at no less than the Authorised Price.

The sale has been instituted to enable shareholders holding an Unmarketable Parcel to realise their shares without brokerage and other expenses and to reduce the significant administrative and registry costs associated with Unmarketable Parcels.

Some of the Company's directors and staff have indicated their intention to acquire shares sold via the sale of Unmarketable Parcels and it is therefore possible that one or more directors and staff may acquire shares under the process.

The Board has adopted an allocation policy whereby the Shares which are available for purchase under the Minimum Holding Share Sale are first allocated to offers received from unrelated parties, in priority to the directors and staff.

If you want the Company to sell your Unmarketable Parcel for no less than the Authorised Price under the sale, you do not need to do anything. If you **do not** want your Unmarketable Parcel to be sold by the Company for no less than the Authorised Price under the sale, you must complete the **enclosed** Notice of Retention and return it to the Company. A Notice of Retention needs to be received by the Company by no later than **5.00pm (WST) on 12 April 2016**. If a Notice of Retention is not received by this date, your shares will be sold by the Company for no less than the Authorised Price.

If you hold shares in the Company on trust for multiple entities, whereby the value of the combined shareholding of all the entities held on trust is less than \$500, then the Company will sell the shares of each entity held on trust unless a Notice of Retention is received by the Company.

If your shareholding is sold by the Company, the Company will forward to you as soon as practicable the proceeds of the sale. There will be no brokerage fees payable by shareholders whose shares are sold by the Company under the sale.

Any taxation consequences arising from the sale of Unmarketable Parcels under the sale will be your responsibility. If you require information regarding possible taxation implications for the sale of Unmarketable Parcels under the sale, please contact your professional advisor.

If you require further information in respect of the sale, please contact:

For further information contact:

Adrian Bowers

Company Secretary

AdrianB@resonancehealth.com

P: +61 (0)8 9286 5300

W: www.resonancehealth.com

For enquiries on your shareholding please call Advanced Share Registry Ltd on +61 8 9389 8033.

Yours Faithfully

Dr Martin Blake

Non-executive Chairman

Resonance Health Limited

NOTICE OF RETENTION RESONANCE HEALTH LIMITED

ACN 006 762 492

POSTAL ADDRESS: PO Box 1135 Tel: (08) 9286 5300 Fax: (08) 9286 1179
Nedlands WA 6909

Date:

Adrian Bowers
Company Secretary
Resonance Health Limited
C/- Advanced Share Registry Ltd
PO Box 1156
Nedlands WA 6909

NOTICE OF RETENTION

In accordance with Clause 3 of the Company's Constitution, I/we give notice to the Company that I/we wish to retain my/our shareholding in Resonance Health Limited (ACN 006 762 492).

Individual/Joint applications

Title, Given Name(s) & Surname or Company Name

Joint Applicant #2 or <designated account>

Joint Applicant #3 or <designated account>

Postal Address (PLEASE PRINT)

Unit Street Number Street Name or PO Box/ other information

Suburb/Town

State

Post Code

Details of Holding

SRN

Number of Shares held

Signature(s)

Individual or Shareholder 1

Director

Shareholder 2

Director/Secretary

Shareholder 3

Sole Director and Secretary

My/our day time contact number in the case of inquiry is:

Telephone ()