

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **ImpediMed Limited**
ACN/ARSN **ACN 089 705 144**

1. Details of substantial holder (1)

Name **ImpediMed Limited**
ACN/ARSN (if applicable) **ACN 089 705 144**

There was a change in the interests of the
substantial holder on 02/07/2009
The previous notice was given to the company on 05/06/2009
The previous notice was dated 05/06/2009

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	33,273,851	36.9%	33,273,851	30.6%

PLEASE NOTE THE FACT THAT IMPEDIMED IS CATEGORISED AS A SUBSTANTIAL HOLDER IN ITSELF RELATES TO THE FACT THAT BY VIRTUE OF ESCROW AGREEMENTS IT HAS CERTAIN CONTROL OVER PARTICULAR SHARES WHICH ARE DEEMED TO BE A RELEVANT INTEREST. IT IS ONLY A TECHNICAL INTEREST UNDER THE CORPORATIONS LAW, AND IMPEDIMED HAS NO ACTUAL INTEREST IN ITSELF BEYOND THE EFFECT OF THE ESCROW AGREEMENTS.

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme, are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
2 nd July 2009					
Notification of change is strictly as a result of a change in voting power as a result of an increase in issued shares by 10,889,278 ordinary shares					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
ImpediMed Limited	Candlegrove Pty Ltd	Candlegrove Pty Ltd	Escrow agreement between ImpediMed Limited and Candlegrove Pty Ltd	16,331 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Cherrell Hirst	Cherrell Hirst	Escrow agreement between ImpediMed Limited and Cherrell Hirst	69,826 ordinary shares	Voting rights retained by the registered holder

ImpediMed Limited	Colin Frederick Brown and Lynette Anne Brown	Colin Frederick Brown and Lynette Anne Brown	Escrow agreement between ImpediMed Limited and Colin Frederick Brown and Lynette Anne Brown	6,364 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Greg Brown	Greg Brown	Escrow agreement between ImpediMed Limited and Greg Brown	3,123,324 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Klemzig Pty Ltd	Klemzig Pty Ltd	Escrow agreement between ImpediMed Limited and Klemzig Pty Ltd	86,791 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Melvyn Bridges and Lucille Bridges	Bridges Super Fund	Escrow agreement between ImpediMed Limited and Melvyn Bridges and Lucille Bridges	69,826 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Parma Corporation Pty Ltd	Bridges Family Trust	Escrow agreement between ImpediMed Limited and Parma Corporation Pty Ltd	4,137,664 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Biophys Pty Ltd	Biophys Pty Ltd	Escrow agreement between ImpediMed Limited and Biophys Pty Ltd	739,130 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Roxanne Pty Ltd	Roxanne Pty Ltd	Escrow agreement between ImpediMed Limited and Roxanne Pty Ltd	739,130 ordinary shares	Voting rights retained by the registered holder
ImpediMed Limited	Starfish Technology Fund 1, LP	Starfish Technology Fund 1, LP	Starfish Technology Fund 1, LP holds 22.3% of the issued shares in ImpediMed Limited and may therefore have control of ImpediMed Limited within section 50AA of the Corporations Act	24,285,465	Voting rights retained by the registered holder

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of the persons named in this form are as follows:

Name	Address
ImpediMed Limited	Unit 1, 50 Parker Court, Pinkenba Queensland
Candlegrove Pty Ltd	114 East Terrace, Adelaide, South Australia
Cherrell Hirst	525 Fig Tree Pocket Road, Fig Tree Pocket, Queensland
Colin Frederick & Lynette Anne Brown	26 Anchorage Drive, Raby Bay, Queensland
Greg Brown	23 Boyd Street, Bowen Hills, Queensland
Klemzig Pty Ltd	Riverside Centre, Level 31, 123 Eagle Street, Brisbane, Queensland
Melvyn Bridges	89 Geldart Road, Chandler, Queensland
Parma Corporation Pty Ltd	195 Vulture Street, South Brisbane, Queensland
Biophys Pty Ltd ACN 111 517 956	Level 1, 34 High Street, Southport, Queensland
Roxanne Pty Ltd ACN 110 755 345	Level 6, 120 Edward Street, Brisbane, Queensland
Starfish Technology Fund 1 LP	66 Jolimont Street, Jolimont, Victoria

Signature

print name PHIL AUCKLAND

capacity SECRETARY

sign here



date 7/Jul/2009

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.