

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Imagion Biosystems Limited

ACN/ARSN ACN 616 305 027

**1. Details of substantial holder (1)**

Name Imagion Biosystems Limited

ACN/ARSN (if applicable) ACN 616 305 027

There was a change in the interests of the  
substantial holder on 07 / 02 / 2018  
The previous notice was given to the company on 20 / 07 / 2017  
The previous notice was dated 20 / 07 / 2017

**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
Ordinary shares	112,533,378	55.23%	81,582,809	40.04%

**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
7 February 2018	Imagion Biosystems Limited	Ceasing to have a relevant interest in 30,950,569 shares, upon release of those shares from escrow	N/A	30,950,569 ordinary shares	30,950,569

#### 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
Imagion Biosystems Limited	Those holders listed in Annexure A	Those holders listed in Annexure A	Deemed relevant interest under section 608(1)(c) of the Corporations Act, arising from the restriction on the disposal of shares under ASX Restriction Agreements disclosed in Imagion Biosystems Limited's Replacement Prospectus dated 30 May 2017. Imagion Biosystems Limited has no right to acquire or dispose of these shares, or to control the voting rights attaching to these shares.	81,582,809 fully paid ordinary shares	81,582,809

#### 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
N/A	N/A

#### 6. Addresses

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

Name	Address
Imagion Biosystems Limited	Level 8, 555 Bourke Street, Melbourne VIC 3000
Holders listed in Annexure A	Refer to Annexure A

## Signature

print name	Jovanka Naumoska	capacity	Company Secretary
sign here		date	12 February 2018

**This is Annexure A of 4 pages referred to in ASIC Form 604 (Notice of change of interests of substantial holder) lodged by Imagion Biosystems Limited ACN 616 305 027.**

Signed:

  
 Joyanka Naumoska  
**Company Secretary**

Dated: 12 February 2018

Registered Holder	Address	Ordinary Shares Escrowed 12 Months from Date of issue	Ordinary Shares Escrowed 24 Months from Quotation
Mr Kemper Shaw	PO Box 656 BONDI JUNCTION NSW 1355	0	0
Mr Kemper Shaw	PO Box 656 BONDI JUNCTION NSW 1355	0	0
Weiner Pty Ltd	PO Box 656 BONDI JUNCTION NSW 1355	0	0
William Taylor Nominees Pty Ltd	PO Box 656 BONDI JUNCTION NSW 1355	0	0
Altinova Nominees Pty Ltd	Level 2, 66 Hunter Street SYDNEY NSW 2000	0	0
Gleneagle Asset Management <Alium Alpha Fund A/C>	Level 8 Kyle House 27-31 Macquarie Place SYDNEY NSW 2000	0	0
Mr Todd John Hoare	432 Bourke Street SURRY HILLS NSW 2010	0	0
Spring Sydney Pty Ltd	9/203 Birrell Street WAVERLEY NSW 2024	0	0
C & R Maher Pty Ltd <The C&R Maher Family A/C>	4/73 Wallaroy Road WOOLLAHRA NSW 2025	0	0
Mr Andrew Justin Walsh	143 Queen Street WOOLLAHRA NSW 2025	0	0
LTL Capital Pty Ltd <LTL Capital A/C>	16 Murriverie Road NORTH BONDI NSW 2026	0	0
Mr Michael Francis Correa	18 Vacluse Road VAUCLUSE NSW 2030	0	0
Mr Scott Philip Kirkland	1 Greenwood Avenue SOUTH COOGEE NSW 2034	0	0
Vulture Fish Pty Ltd	401/57 Upper Pitt Street KIRIBILLI NSW 2061	0	0
Fordham Speers Pty Ltd <Fordham Speers S/F A/C>	7 Cairo Street CAMMERAY NSW 2062	0	0
Dojo Holdings Pty Ltd <Squire Family A/C>	13 Alan Avenue SEAFORTH NSW 2092	0	0
Raya Investments Pty Ltd <Raya A/C>	2 Magnolia Lane SEAFORTH NSW 2092	0	0
Ms Charlotte Corbett	14 Bella Vista Court WARRIEWOOD NSW 2102	0	0
Bridgeview Trading Pty Ltd	2501/1 Australia Avenue SYDNEY OLYMPIC PARK NSW 2127	0	0
Walsh Prestige Pty Ltd <Walsh Family A/C>	38 Bundilla Parade BERKELEY VALE NSW 2261	0	0
Drapua Capital Pty Ltd	31 Sandpiper Drive BURLEIGH WATERS QLD 4220	0	0
Sto Capital Pty Ltd	31 Sandpiper Drive BURLEIGH WATERS QLD 4220	0	0
Big Oat Pty Ltd	203 Wattle Street MALVERN SA 5061	0	0

Mr Kiril Dennis Boitcheff & Mrs Suzanne Janet Boitcheff <Seaview Super Fund A/C>	PO Box 424 VIRGINIA SA 5120	0	0
Asenna Wealth Solutions Pty Ltd	Level 7 564 St Kilda Road MELBOURNE VIC 3004	0	0
Asenna Wealth Solutions Pty Ltd	Level 7 564 St Kilda Road MELBOURNE VIC 3004	0	0
Mr Michele Chiodo	PO Box 261 GREENSBOROUGH VIC 3088	0	0
Healthville Investments Pty Ltd <Dr Robert Chiodo A/C>	PO Box 261 GREENSBOROUGH VIC 3088	0	0
Arision Pty Ltd <Jare Super Fund A/C>	PO Box 3078 DONCASTER EAST VIC 3109	0	0
Mr Robert William Proe	8 Fellows Street HUGHESDALE VIC 3166	0	93,382
Frimate Pty Ltd	PO Box 272 ELSTERNWICK VIC 3185	0	0
Tuff Turf Pty Ltd	47 Shearson Crescent MENTONE VIC 3194	0	0
Mr Michael Richard Porter & Mrs Patricia Mary Porter	1 Durham Street NEWINGTON VIC 3350	0	0
Mr Joshua Mason Chadwick	4 Bramall Street EAST PERTH WA 6004	0	0
Paul Edric O'Hanlon	8/135 Royal Street EAST PERTH WA 6004	0	0
Derek Anthony Barlow <Barlow Family A/C>	18 View Street SUBIACO WA 6008	0	0
Brooksbury Pty Ltd <The Coxon Super Fund A/C>	PO Box 8104 SUBIACO EAST WA 6008	0	0
Busso Holdings Pty Ltd <Bew A/C>	96 Olive Street SUBIACO WA 6008	0	0
Mr Brian Cole	225 Hamersley Road SUBIACO WA 6008	0	0
Yardie (WA) Pty Ltd <Aw Smith Family A/C>	24 Jasmine Avenue SUBIACO WA 6008	0	300,000
Mac Equity Partners (International) Pty Ltd	PO Box 3096 Broadway NEDLANDS WA 6009	0	14,567
Pheakes Pty Ltd <Senate A/C>	81 Philip Road DALKEITH WA 6009	0	0
Burley WA Pty Ltd <Burley Investment A/C>	32A Mayfair Street MOUNT CLAREMONT WA 6010	0	0
Mr Timothy Burley Chapman	25 Reeve Street SWANBOURNE WA 6010	0	72,371
Mr Michael Grove & Mrs Jane Grove <Gladgrove Super Fund A/C>	10 Wood Street SWANBOURNE WA 6010	0	0
Leisurewest Consulting Pty Ltd <Leisurewest A/C>	90 Clement Street SWANBOURNE WA 6010	0	0
Blue Albatross Pty Ltd	37 Napier Street COTTESLOE WA 6011	0	0
Mr Richard Hugo Hamersley	37 Napier Street COTTESLOE WA 6011	0	0
Mr Richard Hugh Hamersley	37 Napier Street COTTESLOE WA 6011	0	0
Thomas James Loh	7 Greenham Street COTTESLOE WA 6011	0	0
Benjamin Llewelyn Moss	8 Sea View Terrace COTTLESLOE WA 6011	0	0
Mr Richard George Douglas Reading	6 Henry Road COTTESLOE WA 6011	0	0
Mr Richard Reading	6 Henry Road COTTESLOE WA 6011	0	0
Tejiman Holdings Pty Ltd	23A View Street PEPPERMINT GROVE WA 6011	0	0
Terence William Joseph Walsh	18 Irvine Street PEPPERMINT GROVE WA 6011	0	0
Riverview Corporation Pty Ltd	3 Minim Close	0	0

	MOSMAN PARK WA 6012		
Hilary Somerville Statham & Thomas Charles Statham <Merlin Super Fund A/C>	20 Fairlight Street MOSMAN PARK WA 6012	0	0
Mrs Hilary Somerville Stratham & Mr Thomas Charles Stratham <Merlin Super Fund A/C>	20 Fairlight Street MOSMAN PARK NSW 6012	0	0
Mr Hugh James Pilgrim	95 Birkdale Street FLOREAT WA 6014	0	16,996
Mrs Maria Noreen Pilgrim	95 Birkdale Street FLOREAT WA 6014	0	0
Mr David James Wall <The Reserve A/C>	21 North Banff Road FLOREAT WA 6014	0	0
Straight Lines Holdings Pty Ltd	Unit 17 16 Perina Way CITY BEACH WA 6015	0	0
Zerrin Investments Pty Ltd	4 Clovelly Road CITY BEACH WA 6015	0	0
Chelsea Investments (WA) Pty Ltd	48 Buntine Road WEMBLEY DOWNS WA 6019	0	0
Mr Alexander Bevington Rovira	2/82 Dover Road SCARBOROUGH WA 6019	0	72,371
Mrs Megan Leanne Johnson	17 Geordie Rise SORRENTO WA 6020	0	0
Jetmax Trading Pty Ltd	Suite 10 16 Brodie Hall Drive BENTLEY WA 6102	0	0
Mr Shannon Michael Coleman	Unit 3 6 Strickland Street SOUTH PERTH WA 6151	0	0
Allview Holdings Pty Ltd	2B Fraser Road APPLECROSS WA 6153	0	0
Moss Wood Holdings Pty Ltd <Moss Wood Super Fund A/C>	18B Tain Street APPLECROSS WA 6153	0	0
JP Security Holdings Pty Ltd <JP A/C>	Unit 8 17 Amherst Street FREMANTLE WA 6160	0	0
JP Security Holdings Pty Ltd <Cj Security Holdings A/C>	Unit 8 17 Amherst Street FREMANTLE WA 6160	0	145,957
Nicholas John Levis & Kerry Ivy Levis <Nj & Ki Levis Super A/C>	9 Quadrant Rise HALLS HEAD WA 6210	0	0
Boston Legal Services Pty Ltd <Unit A/C>	RMB 1347C Grange Road BRIDGETOWN WA 6255	0	0
Kamala Holdings Pty Ltd <Asten Discretionary A/C>	RMB 1347C Grange Road BRIDGETOWN WA 6255	0	0
Greensea Investments Pty Ltd	PO Box 10477 KALGOORLIE WA 6433	0	0
Oofy Prosser Pty Ltd <Drones Family A/C>	PO Box 1458 WEST PERTH WA 6872	0	0
Covert Force Pty Ltd <The Munga S/F A/C>	PO Box 1526 SUBIACO WA 6904	0	0
Mr Brent David Coxon <Sokan Disc A/C>	PO Box 1526 SUBIACO WA 6904	0	0
Justin Gilmour & Justine Gilmour <Gilmour Super A/C>	PO Box 258 SUBIACO PO WA 6904	0	0
Pamplona Capital Pty Ltd	PO Box 1526 SUBIACO WA 6904	0	0
Pamplona Investments Pty Ltd	PO Box 1526 SUBIACO WA 6904	0	1,067,360
6466 Investments Pty Ltd	PO Box 752 COTTESLOE WA 6911	0	0
Mr Ryan Michael Laws	PO Box 5394 EAST VICTORIA PARK WA 6981	0	16,996
Unified Power Solutions Pty Ltd	PO Box 5394 EAST VICTORIA PARK WA 6981	0	0
Termco Pty Ltd	PO Box 313 WELSHPOOL DC WA 6986	0	0
New World Resources Investment Pte Ltd	Level 32 126 Phillip Street	0	0

	SYDNEY NSW 2000		
Alitime Nominees Pty Ltd <Honeyham Family A/C>	PO Box 8292 SOUTH PERTH WA 6151	0	0
Mr Jack Lloyd Greenwood	34 Hampton Street SOUTH PERTH WA 6151	0	0
Ms Michelle Suzanne Quinsee	Mailpoint 44 280 Bannister Road CANNING VALE WA 6155	0	0
Kybra Capital Pty Ltd	Unit 8 17 Amherst Street FREMANTLE WA 6160	0	0
Cityscape Asset Pty Ltd <Cityscape Family A/C>	PO Box Z5467 PERTH ST GEORGES TCE WA 6831	0	0
Mr John Nolan	PO Box 22630 DUBAI UNITED ARAB EMIRATES	0	0
Dragon Gas Limited	Suite 701 7th Floor 6-8 Pottinger Street CENTRAL HONG KONG	0	0
Mr Toby Chandler	91 St Stephens Avenue Parnell AUCKLAND 1052 NEW ZEALAND	0	6,100,000
Mr Scott Riley	6 Carriorn Court Apt 703 SAN JUAN 0911 PUERTO RICO	0	0
Maunsell Global Corporation	6 Jiak Chuan Road #02-01 089262 SINGAPORE	0	0
Mr Craig Nicholas Sloane	7C Tong Watt Road 238104 SINGAPORE	0	0
Mr Ferdinand J Crovato <Ferdinand J Crovato A/C>	1201 Stuart Robeson Drive MCLEAN VIRGINIA 22101 USA	1,111,111	0
Mr Anthony Faillace	954 Lexington Avenue #149 NEW YORK 10021 USA	0	0
Mingxiong Huang	13112 Sienna Court SAN DIEGO CALIFORNIA 92129 USA	150,000	0
Mr William B Jones	793 17 Ave S NAPLES FLORIDA 3410 USA	1,111,111	0
Manhattan Scientifics Inc	The Chrysler Building 26th Floor 405 Lexington Avenue NEW YORK NY 10174 USA	0	64,099,476
Mr Raymond A Mason	880 Spyglass Lane NAPLES FLORIDA 34102 USA	1,111,111	0
Mr Robert Reveley	PO Box 3418 Manhattan Beach CA 90266 USA	0	6,100,000
Mr Robert C Verfurth & Mrs Serena C Verfurth	12539 Via Colmenar San Diego CA 92129 USA	0	0
<b>TOTALS</b>		<b>3,483,333</b>	<b>78,099,476</b>