MICRO-X

10 April 2017

Ms Cheng Tang
Adviser, Listings Compliance (Melbourne)
ASX Compliance Pty Limited
Level 4, Rialto North Tower
525 Collins Street
MELBOURNE VIC 3000

Dear Ms Tang

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth) as amended by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84

This notice is given by Micro-X Limited ACN 153 273 735 (**Micro-X**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as amended by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84* (**ASIC Instrument**).

Micro-X announced on 10 April 2017 a non-renounceable entitlement offer (**Entitlement Offer**) of approximately 11,940,972 new fully paid ordinary shares (**New Shares**) to raise approximately A$4.8 million before costs and a placement of 13,000,000 of New Shares to raise A$5.2M before costs.

The Entitlement Offer gives eligible shareholders the opportunity to participate on the basis of 1 New Share for every 10 fully paid ordinary shares held as at 7.00pm (AEST) on 13 April 2017 by shareholders with a registered address in Australia or New Zealand.

Micro-X states that:

(a) it will offer for issue the New Shares to be issued under the Entitlement Offer without disclosure to investors under Part 6D.2 of the Corporations Act;

(b) this notice is being given under section 708AA(2)(f) of the Corporations Act;

(c) as at the date of this notice, Micro-X has complied with:

   (i) the provisions of Chapter 2M of the Corporations Act as they apply to Micro-X; and

   (ii) section 674 of the Corporations Act;

MICRO-X

(d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act; and

(e) the potential effect that the Entitlements Offer will have on the control of Micro-X and the consequences of that effect are set out in section 3.2 of the 'Important Information' section of the offer booklet in relation to the Entitlement Offer (**Offer Booklet**) which will be sent to eligible shareholders (and was lodged with ASX shortly prior to the provision of this notice). This section provides as follows:

If all entitlements are accepted by shareholders to the full extent, then the Entitlement Offer will not result in any change to the control of Micro-X.

If all entitlements under the Entitlement Offer are not accepted to the full extent, then the shareholding interest of non-participating shareholders will be diluted.

Yours sincerely

Georgina Carpendale
Company Secretary, Micro-X Limited