

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Adherium Limited	24 605 352 510

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Employee Share Plan buy-back
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully Paid
5	Number of shares/units in the ⁺ class on issue	174,881,264
6	Whether shareholder/unitholder approval is required for buy-back	Not required
7	Reason for buy-back	Buy Back of Shares from a former employee no longer entitled to Shares due to his cessation of employment with the Company, in accordance with the terms of the Company's Employee Share Plan (ESP)

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⁺ See chapter 19 for defined terms.

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8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	Not applicable
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On-market buy-back

9	Name of broker who will act on the company's behalf	Not applicable
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10	Deleted 30/9/2001.	
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11	If the company/trust intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	Not applicable
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12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	Not applicable
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13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	Not applicable
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Employee share scheme buy-back

14	Number of shares proposed to be bought back	954,329
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15	Price to be offered for shares	Extinguishment of ESP loan totalling \$477,164.50 originally advanced by the Company to the Shareholder for the purchase of the ESP Shares being cancelled. No cash is payable by the Company for the Buy Back.
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+ See chapter 19 for defined terms.

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back Not applicable
- 17 Number of shares proposed to be bought back Not applicable
- 18 Price to be offered for shares Not applicable

Equal access scheme

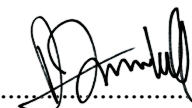
- 19 Percentage of shares proposed to be bought back Not applicable
- 20 Total number of shares proposed to be bought back if all offers are accepted Not applicable
- 21 Price to be offered for shares Not applicable
- 22 ⁺Record date for participation in offer Not applicable
Cross reference: Appendix 7A, clause 9.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  Date: 12 December 2017
Company secretary
Print name: Rob Turnbull

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