

## **ASX/MEDIA RELEASE**

ASX: MLA 10 March 2015

### **TERMS OF INCENTIVE SHARE SCHEME CHIEF EXECUTIVE OFFICER (LISTING RULE 3.16.4)**

Further to the Company's announcement on 4 December 2014 and, subject to the approval of shareholders of the proposed Employee Share Scheme of the Company at its next General Meeting, Directors have resolved to offer to Darryl Ellis, the Chief Executive Officer of the Company an incentive share bonus under such scheme of 2,500,000 ordinary fully paid shares at \$0.07 each with a non recourse loan to fund the purchase of such shares subject to the following vesting conditions:

- 825,000 shares upon MLA share price achieving VWAP of 12c for 30 consecutive trading days.
- 825,000 shares upon MLA achieving EBIT of \$2.5M
- 850,000 shares upon MLA achieving EBIT of \$4.0M

Such shares (if issued) will be escrowed until repayment of the non recourse loan.

This incentive share bonus and the Employee Share Scheme generally are recommended by the Directors as a means of aligning the interests of senior management with those of shareholders to add value to their investment in the Company.

Yours sincerely,

Ian Mitchell  
Company Secretary/Director  
Medical Australia Limited