

ASX ANNOUNCEMENT

22 June 2021

Appendix 3Y
Change of Director's Interest Notice

Respiri Limited (ASX:RSH) ("Respiri" or the "Company"), attaches an Appendix 3Y (Change of Director's Interest Notice) for Mr Marjan Mikel in relation to a recent purchase of the Company's securities by Mr Mikel.

The trade the subject of the attached Appendix 3Y occurred on 18 June 2021. The Company only became aware of the trade on, 21 June 2021 and due to verifying details of the holding was only able to announce the transaction today.

The trade occurred after the end of the March 2021 quarter and before the release of the Company's June quarterly cash flow report (Appendix 4C), meaning that Mr Mikel acquired RSH securities during a notified 'blackout period' under the Company's "Securities Trading Policy" dated 12 May 2020 (**Trading Policy**). Clearance was not sought to trade by Mr Mikel as required under RSH's trading policy (section 5.5). Likewise, the trade did not fall under any of the exceptions listed in the Trading Policy.

Mr Mikel has confirmed to the Board of RSH that he was not in possession of any price sensitive or inside information when he effected the trade, and that the trade related to the purchase of 517,420 RSH shares. The board confirms that neither Mr Mikel nor any other Director or Designated Person was in a possession of any such information.

Mr Mikel has advised that the trade occurred as a result of personal oversight. The Company has recently issued a Bidders Statement and Amended Bidders Statement in relation to the takeover offer of all the shares in Adherium Limited. As a result of these announcements and the price sensitive "Trading Update" released on 15 June 2021 Mr Mikel was confident that the market was fully informed.

The Company considers that it has a high level of corporate governance arrangements in place and that this incident occurred as a matter of personal oversight by Mr Mikel. The Company's corporate governance arrangements include:

- all RSH Directors, including Mr Mikel, are frequently reminded of their obligations under ASX Listing Rule 3.19A and the Securities Trading Policy;
- the Company Secretary regularly advises RSH Directors and other "Designated Persons" of the location of the Company's policies and these policies are discussed in board meetings; and
- irrespective of whether the Company is in a 'blackout period', all RSH Directors must obtain authority from the Chair prior to dealing in RSH shares.

Mr Mikel has been advised that any further breaches of the Company's policies may result in disciplinary action being taken (depending on the circumstances at the time).

- ENDS -

For further information, investors and media please contact:

Mr Nicholas Smedley
Executive Chairman
Respiri Limited
E: nicholas@respiri.co

TM wheezo is a trademark of Respiri Limited.

This ASX announcement dated 22 June 2021 has been authorised for release by the Board of Directors of Respiri Limited.

About Respiri Limited

Respiri is an e-Health SaaS company supporting respiratory health management. Its world-first technology detects wheeze, a typical symptom of asthma, COPD and respiratory disease to provide an objective measure of airway limitation. wheezoTM, Respiri's innovative technology, comprises an eHealth app combined with a simple, easy to use, handheld device. wheezoTM is the first smart device to help improve asthma management by monitoring wheeze and documenting symptoms, signs, triggers, weather conditions and medication use. The asthma management platform also facilitates the sharing of data with caregivers, physicians, and other health care professionals.

Respiri's mission is to help improve quality of life for hundreds of millions of children and adults around the world and dramatically reduce hospital admissions and the economic burden of asthma. Respiri Limited's operations are based in Melbourne, Australia.

For additional information about Respiri and its products, please visit www.respiri.co

About wheezo

Developed in Australia, with the support of respiratory specialists and other healthcare professionals, the innovative wheezoTM device analyses breath sounds for wheeze, and the eHealth App assists patients with managing their asthma by tracking symptoms, triggers, medication use and geo-specific weather conditions. The platform has been designed to extend asthma management beyond the clinic and make it easy to share information with doctors and make appropriate adjustments to asthma action plans. Better active management may lead to better outcomes and improved quality of life for the asthma patient.

Appendix 3Y

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Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: Respiri Limited
ABN 98 009 234 173

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Marjan Mikel
Date of last notice	2 February 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (j) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Holding in personal name.
Date of change	18 June 2021
No. of securities held prior to change	973,086
Class	Fully paid ordinary shares.
Number acquired	517,420
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$ 36,111
No. of securities held after change	1,490,506

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market purchase of shares @ 7.0 cents per share.
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Note that this director also has indirect holdings through:
 Mikel Enterprises Pty Limited ATF Notre Maison Trust (1,818,181 ordinary shares)
 Mikel Enterprises Pty Limited ATF Notre Maison Trust (90,000,000 unquoted options)

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	n/a
Nature of interest	n/a
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	No
If prior written clearance was provided, on what date was this provided?	n/a

⁺ See chapter 19 for defined terms.

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Name of Director	Marjan Mikel
Date of last notice	2 February 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (j) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mikel Enterprises Pty Limited ATF Notre Maison Trust
Date of change	n/a
No. of securities held prior to change	1,818,181
Class	Fully paid ordinary shares.
Number acquired	-
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	1,818,181

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	No change to this entity's holding of shares.
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Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mikel Enterprises Pty Limited ATF Notre Maison Trust
Date of change	n/a
No. of securities held prior to change	90,000,000
Class	Unquoted options.
Number acquired	-
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	-
No. of securities held after change	90,000,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	No change to this entity's holding of options.

+ See chapter 19 for defined terms.

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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	n/a
Nature of interest	n/a
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/a
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/a
If prior written clearance was provided, on what date was this provided?	N/a

+ See chapter 19 for defined terms.

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