

30 October 2015

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Dear Sir

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**Request for suspension at the request of Mesoblast Limited (ASX:MSB)**

The directors of Mesoblast Limited ACN 109 431 870 (ASX: MSB) (Mesoblast) request that ASX suspend the Company's securities from quotation from the commencement of trading on 30 October 2015.

The suspension is requested in connection with a potential international capital raising, the details in respect of which are ongoing.

For the purposes of Listing Rule 17.2, Mesoblast provides the following information:

- (a) the suspension is necessary as Mesoblast expects to make an announcement in connection with the potential capital raising;
- (b) Mesoblast expects that the suspension to remain in place until no later than the close of trading on 13 November 2015;
- (c) Mesoblast expects that an announcement with respect to the conclusion and results of the capital raising will end the suspension; and
- (d) Mesoblast is not aware of any reason why the securities should not be suspended.

Yours sincerely



Mr Peter T Howard  
General Counsel  
**Mesoblast Limited**

This letter shall not constitute an offer to sell or a solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.