



*Important Notice*  
The Depository Trust Company

<b>B #:</b>	1362-13
<b>Date:</b>	August 22, 2013
<b>To:</b>	All Participants
<b>Category:</b>	Dividends
<b>From:</b>	International Services
<b>Attention:</b>	Operations, Reorg & Dividend Managers, Partners & Cashiers
<b>Subject:</b>	<b><u>Tax Relief</u></b> – Country: Australia COCHLEAR CUSIP: 191459205 <b><u>Record Date:</u> 08/28/2013 <u>Payable Date:</u> 10/04/2013</b>

Questions regarding this Important Notice may be directed to GlobeTax 212-747-9100.

**Important Legal Information:** *The Depository Trust Company (“DTC”) does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages.*

*To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*

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**COCHLEAR** has announced a cash dividend. BNY Mellon acts as the sole Depository for the company’s American Depository Share (“DS”) program. Holders may be eligible to receive reduced withholding tax relief. Further details on eligibility, documentation, limitations, fees, charges and deadlines are included below.

All eligible holders will have the opportunity to receive accurate entitlement as outlined in the “Tax Refund Eligibility Matrix”. An unfranked portion of the dividend was paid on pay date net of the Australian statutory withholding tax rate of 15% with the possibility to reclaim through the standard long form process.

<b>DIVIDEND EVENT DETAILS</b>	
COUNTRY OF ISSUANCE	AUSTRALIA
ISSUE	COCHLEAR
CUSIP#	191459205
DEPOSITARY	BNY MELLON
DEPOSITARY SHARE RECORD DATE	08/28/2013
DEPOSITARY SHARE PAY DATE	10/04/2013
DEPOSITARY SHARE GROSS DIVIDEND (UNFRANKED PORTION) RATE ON PAY DATE	\$ 0.2318
ORDINARY SHARE GROSS DIVIDEND (UNFRANKED PORTION) RATE ON PAY DATE	AUD 0.508
RATIO	1 ORD : 2 DS
WHT RATE	15%

<b>CHARGES &amp; DEADLINES</b>				
FILING METHOD	BATCH / PAYMENT METHOD	TAX RELIEF FEE	MINIMUM FEE PER BENEFICIAL OWNER	FINAL SUBMISSION DEADLINE (ALL TIMES EST)
<b>STANDARD TAX RECLAIM</b>	POST PAY DATE / CHEQUE	UP TO \$0.0075 PER DEPOSITARY SHARE (“DS”)	USD \$25.00	FINAL DEADLINE: <b>July 1, 2018</b> RECLAIMS RECEIVED POST DEADLINE CANNOT BE ASSURED AND MAY BE SUBJECT TO A PER BENEFICIARY CUSTODIAL FEE WHETHER OR NOT SUCCESSFUL.

**APPENDIX A - COVER LETTER REQUIRED FOR AUSTRALIAN TAX RELIEF PROCESS  
THIS DOCUMENT MUST BE PREPARED ON THE DTC PARTICIPANT'S LETTERHEAD**

GlobeTax as agent for BNY Mellon  
90 Broad Street, 16<sup>th</sup> Floor  
New York, NY 10004-2205  
Attn: Australia

**[DATE]**

Enclosed please find tax reclamation documents, which we are submitting on behalf of our client(s) who wish to obtain a reduced or favorable tax withholding rate (via the standard tax reclaim process) Australian DS(s). We, **[NAME OF DTC PARTICIPANT]**, also identified as DTC participant number **[DTC PARTICIPANT NUMBER]**, hereby state that each beneficial owner cited below held the respective amount of shares on the record date **08/28/2013** for the security **COCHLEAR**.

Below is the list of beneficial owners and their holdings, which total **[TOTAL # OF DSs CITED BELOW]** DS(s). As required, the required forms are enclosed for each beneficial owner. **The ratio is   2   DS to   1   Ordinary Share.** The information is as follows:

<u>Name</u>	<u>Address</u>	<u>Type of Account</u>	<u>Taxpayer ID #</u>	<u># of DS(s) held</u>
<b><u>of Beneficial Owner</u></b>				
1)				
2)				
3)				
4) (please send a disk if there are more than 4 holders)				

We ask that BNY Mellon apply to the Australian Custodian Bank for the reduced withholding tax rate on the above beneficial owners' behalf. Please contact the undersigned at **[SIGNATORY'S TELEPHONE NUMBER]** or via email at **[SIGNATORY'S EMAIL ADDRESS]** should you have any questions.

**Agreements, Representations and Indemnification**

We hereby agree that this tax reclaim assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. We hereby accept and agree to pay the fees of BNY Mellon of up to \$0.0075 per Depository Share (with a minimum of \$25.00) for the Long Form and any other charges, fees or expenses payable by or due to BNY Mellon or its agents, including the (respective) custodian, in connection with the tax reclaim process, or to tax authorities or regulators (which fees, charges or expenses may be deducted from the dividend or any other distribution or by billing or otherwise in BNY Mellon's discretion). We hereby agree that any such fees, charges or expenses may be due and payable whether or not a successful reduction in rate or reclamation is obtained. We hereby agree that fees paid to BNY Mellon may be shared with its agents.

We hereby agree that in addition to statutory and documentation requirements and the deduction of fees, tax reclaim benefits will be subject to review and approval by the applicable custodian and the applicable tax regulators, and that BNY Mellon is not providing any legal, tax, accounting or other professional advice on these matters and has expressly disclaimed any liability whatsoever for any loss howsoever arising from or in reliance hereto.

We certify that to the best of our knowledge that each of the beneficial owners identified above are eligible for the preferential rates as stated herein and we declare that we have performed all the necessary due diligence to satisfy ourselves as to the accuracy of the information submitted to us by these beneficial owners.

We will be fully liable for any and all claims, penalties and / or interest, including without limitation, any foreign exchange fluctuations associated therewith. BNY Mellon shall not be liable for the failure to secure any refund. In consideration of the assistance of BNY Mellon and the custodian in processing such claims, we expressly agree that BNY Mellon and its agents or affiliates shall not have any liability for, and we shall indemnify, defend and hold each of BNY Mellon and its agents and affiliates harmless from and against, any and all loss, liability, damage, judgment, settlement, fine, penalty, demand, claim, cost or expense (including without limitation fees and expenses of defending itself or enforcing this agreement) arising out of or in connection herewith.

Sincerely,

Signature of authorized signatory for DTC Participant]  
**[NAME AND TITLE OF AUTHORIZED OFFICER FOR DTC PARTICIPANT]**

PAYMENT ADDRESS: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## TAX RECLAIM ELIGIBILITY MATRIX

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED
EXEMPT – 0%	15% (UNFRANKED PORTION OF THE DIVIDEND)	ENTITIES THAT HAVE AN EXEMPTION FROM INCOME TAX STATUS AS INDICATED BY A SIGNED LETTER FROM ATO.	<ol style="list-style-type: none"> <li>1) COVER LETTER (APPENDIX A)</li> <li>2) TAX REFUND APPLICATION (APPENDIX B)</li> <li>3) EXEMPTION LETTER</li> </ol>

## DESCRIPTION OF VARIOUS DOCUMENTATION

DOCUMENT NAME	DESCRIPTION	ORIGINAL / COPY	SIGNATURE REQUIREMENT
COVER LETTER (APPENDIX A)	MUST BE ON DTC PARTICIPANT LETTERHEAD WITH PROPER INDEMNIFICATION, INDICATING SECURITY DETAILS, TOTAL NUMBER OF SHARES CLAIMED, AND BENEFICIAL OWNER SHARES, AS WELL AS RECLAIM RATE.	ORIGINAL	DTC PARTICIPANT
TAX REFUND APPLICATION (APPENDIX B)	APPLICATION FOR EXEMPTION FROM INTEREST AND DIVIDEND AUSTRALIAN WITHHOLDING TAX FOR FOREIGN SUPERANNUATION/PENSION FUNDS/GROUP TRUSTS	COPY	BENEFICIAL OWNER OR DTC PARTICIPANT WITH A VALID POA
EXEMPTION LETTER	ISSUED BY THE ATO, STATING THE FULL NAME OF THE TAX PAYER AND THAT THE ENTITY QUALIFIES FOR AN EXEMPTION FROM THE INCOME TAX IN AUSTRALIA.	COPY	ATO

## CONTACT DETAILS

PRIMARY CONTACT	JONATHAN STAAKE
DOMESTIC PHONE (U.S.)	1-800-915-3536
DOMESTIC FAX (U.S.)	1-800-985-3536
INTERNATIONAL PHONE	1-212-747-9100
INTERNATIONAL FAX	1-212-747-0029
EMAIL ADDRESS	<a href="mailto:JONATHAN_STAAKE@GLOBETAX.COM">JONATHAN_STAAKE@GLOBETAX.COM</a>
COMPANY	BNY MELLON in C/O GLOBETAX
STREET ADDRESS	90 BROAD STREET, 16 <sup>TH</sup> FLOOR
CITY/STATE/ZIP	NEW YORK, NY 10004
ADDITIONAL CONTACTS	RITA PATEL

## FREQUENTLY ASKED QUESTIONS (FAQs)

### POST PAY DATE QUESTIONS

QUESTION	ANSWER
WHEN IS THE DEADLINE?	RELEVANT DEADLINES ARE LISTED ON PAGE 1 UNDER CHARGES AND DEADLINES.
IS THIS DIVIDEND AVAILABLE ON ESP POWERED BY GLOBETAX?	NO.
I'M A CUSTODIAN / BROKER. CAN I COMPLETE THE TAX REFUND APPLICATION ON BEHALF OF THE INVESTOR?	YES, AS LONG AS A VALID POWER OF ATTORNEY IS ALSO ENCLOSED.
HOW DO I KNOW IF MY CLIENT QUALIFIES FOR AN EXEMPTION OR REDUCED TAX BASED ON PERCENTAGE OF OWNERSHIP?	THE INVESTOR WILL HAVE TO CONSULT WITH THEIR TAX ADVISOR TO DETERMINE ELIGIBILITY STATUS.
HOW LONG DOES IT TAKE FOR STANDARD LONG FORM TAX RECLAIMS TO BE PAID?	IT TAKES UP TO 1 YEAR FOR STANDARD TAX RECLAIMS TO BE PAID.
WILL GLOBETAX ACCEPT CLAIMS FILED DIRECTLY TO THEM BY BENEFICIAL OWNERS?	GLOBETAX ONLY ACCEPTS CLAIMS FILED BY THE DTC PARTICIPANT WHO WAS HOLDING THE SECURITIES THROUGH DTC AND ONLY TO THE EXTENT THAT DTC HAS REPORTED THESE HOLDINGS TO US AS VALID RECORD DATE HOLDINGS. BENEFICIAL OWNERS ARE REQUIRED TO FILE THEIR CLAIMS THROUGH THE CUSTODY CHAIN TO THE DTC PARTICIPANT OF RECORD. ALL CLAIMS NOT RECEIVED DIRECTLY FROM THE DTC PARTICIPANT WILL BE RETURNED TO THE BENEFICIAL OWNER.
IS THE PROCESS FOR TAX RELIEF OFFERED BY BNY MELLON AN OPTIONAL PROCESS?	YES, THIS IS A DISCRETIONARY, OPTIONAL SERVICE, HOWEVER, IN THE AUSTRALIAN MARKET; THE CUSTODIANS WILL NOT ACCEPT CLAIMS FROM ANYONE EXCEPT THE DEPOSITARY (BNY MELLON) IN ORDER TO ENSURE VALIDATION OF THE RECORD DATE POSITIONS CLAIMED.
IS THIS LONG FORM PROCESS FREE OF CHARGE?	NO. THIS TAX RECLAIM ASSISTANCE SERVICE IS WHOLLY VOLUNTARY AND DISCRETIONARY AND OUTSIDE THE TERMS AND CONDITIONS OF ANY APPLICABLE DEPOSIT AGREEMENT. FEES WILL BE CHARGED FOR THIS ASSISTANCE SERVICE OF UP TO \$0.0075 PER DS FOR STANDARD LONG FORM RECLAIMS WITH A MINIMUM OF \$25.00 AND A CUSTODIAL CHARGE UP TO XX AUDs. RECLAIMS RECEIVED POST DEADLINE CANNOT BE ASSURED AND MAY BE SUBJECT TO A PER BENEFICIARY FEE AS WELL AS OTHER CHARGES, FEES OR EXPENSES PAYABLE BY OR DUE TO BNY MELLON OR ITS AGENTS, INCLUDING THE CUSTODIAN OR TAX AUTHORITIES. IN ADDITION, CHARGES MAY APPLY TO ANY LONG FORM CLAIMS REJECTED OR NOT ACCEPTED BY THE CUSTODIAN. FEES PAID TO BNY MELLON MAY BE SHARED WITH ITS AGENTS.
HOW DOES MY CLIENT ACQUIRE AN AUSTRALIAN TAX OFFICE ISSUED EXEMPTION LETTER?	PLEASE CONTACT US DIRECTLY AND WE WILL SEND YOU AN APPLICATION FOR AN ATO ISSUED EXEMPTION LETTER.

**Warning and Disclaimer:**

BNY Mellon will not be responsible for the truth or accuracy of any submissions received by it and, by following the procedures set forth herein or otherwise submitting any information, all submitting holders of DSs, and their agents, shall be agreeing to indemnify and hold harmless BNY Mellon and its agents for any and all losses, liabilities, fees and expenses (including reasonable fees and expenses of counsel) incurred by any of them in connection therewith or arising there from. BNY Mellon and its agents will be relying upon the truth and accuracy of any and all submissions received by them in connection with the tax relief process and shall hold submitting holders of DSs and their agents, liable and responsible for any losses incurred in connection therewith or arising there from. There is no guarantee that the applicable tax authorities or the applicable issuer will accept submissions for relief. Neither BNY Mellon nor its agents shall be responsible or liable to any holders of DSs in connection with any matters related to, arising from, or in connection with the tax relief process described herein.

**Tax Refund Application**

**Re: Claim for refund of Australian withholding tax on dividend/interest payment**

**For: Dividend/Interest ADR pay date:** \_\_\_\_/\_\_\_\_/\_\_\_\_

**ADR/Security code (CUSIP):** \_\_\_\_\_

**ADR/Security description**  
**(name of issuing company):** \_\_\_\_\_

**ADR/Securities Clearance Account #:** \_\_\_\_\_  
PLEASE LEAVE BLANK

**Quantity of ADR/securities:** \_\_\_\_\_

**The applicant (Beneficial Owner):**  
**(full name):** \_\_\_\_\_

**(full address):** \_\_\_\_\_  
\_\_\_\_\_

**(country of residence for tax purposes):** \_\_\_\_\_

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**represented by:**  
**(DTC Participant/custodian company #):** \_\_\_\_\_

**(full name):** \_\_\_\_\_

**(full address):** \_\_\_\_\_  
\_\_\_\_\_

**(authorized representatives full name):** \_\_\_\_\_

hereby certifies that it is the Beneficial Owner of the above-mentioned dividend/interest and requests a refund of AUD \_\_\_\_\_ withholding tax as:

(i)  an Australian branch of a company not resident in Australia that holds securities as part of the company's business in Australia, and which is exempt from withholding tax pursuant to section 128B(3)(h)(ii) of the Income Tax Assessment Act;

(ii)  a foreign branch of a company resident in Australia that holds securities on behalf of its head office's business in Australia, for which the payments are derived in carrying at the business of the company in Australia, and which is exempt from withholding tax (not a resident to whom section 128B(2A) of the Income Tax Assessment Act applies);

(iii)  a company or individual resident in Australia, exempt from withholding tax (not a resident to whom section 128B(2A) of the Income Tax Assessment Act applies);

(iv)  an entity recognized as tax-exempt by the Australian Taxation Office in application of either the Double Taxation Agreement (DTA) or Australian law;

- a foreign central bank that invests official foreign reserve assets of its country, pursuant to the applicable DTA;
- a monetary institution of a foreign government that invests official foreign reserve assets of its country, pursuant to the applicable DTA;
- a foreign superannuation fund, exempt from withholding tax, pursuant to section 128B(3)(a) of the Income Tax Assessment Act; or
- an international organization exempt from withholding tax under the International Organizations (Privileges and Immunities) Act 1969.
- the beneficial owner is a resident of \_\_\_\_\_ within the meaning of the income tax treaty between Australia and that country.

Refund cheques must be sent to:

**National Nominees Limited**  
**Attn: Finance & Accounting**  
**GPO Box 1406**  
**Melbourne, VIC 3001**  
**Australia**

### **Tax Refund Application Declaration**

#### **Declaration by the beneficial owner to the Australian Taxation Office**

We, the beneficial owner, authorize the Australian Taxation Office to issue our non-resident withholding tax refund entitlement for this claim in a cheque in favour of **[Beneficial Owner Name]** care of our representative **National Nominees Limited**. We will indemnify the Australian Taxation Office from any adverse legal consequence, including further claim of this refund entitlement.

\_\_\_\_\_  
*Signature of Beneficial Owner or its authorized representative*

\_\_\_\_\_  
*Place and date*

\_\_\_\_\_  
*Name and title of signatory(ies)*

**Please check where appropriate; only one box may be checked.**  
**If the form is signed by an authorized representative, a duly-executed power of attorney must be attached.**