



B #:	2364-14
Date:	12/17/2014
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Issue: Medwell Capital Corp CUSIP: 58508Q305 Distributing: Spectral Diagnostics, Inc. Rate: 2.25 common shares of Spectral Diagnostic Inc. for each common share held. Record Date: 12/15/2014 Payable Date: 01/02/2015

*****WARNING TIME CRITICAL*****

PLEASE NOTE, THIS IS NOT AN OPTIONAL DIVIDEND. THIS DISTRIBUTION IS SET UP TO ACCOMMODATE PARTICIPANTS ELECTING FOR SHARES OF SPECTRAL DIAGNOSTICS INC.

THE DEFAULT WILL BE CASH: PARTICIPANTS WHO DO NOT RESPOND BY ELECTING FOR SHARES OF MEDWELL WILL RECEIVE CASH AS THE DEFAULT.

US persons are not eligible for the distribution of Spectral shares and will be paid in cash."

DTC will not be allocating this distribution.

Option# 1: Participants to received Stock from CDS on behalf of DTCC, based on their Record Date share position.

Option# 2: Participants' entitlement will **default** to Cash.....

"No Spectral Shares will be distributed to Medwell shareholders who are "U.S. Persons" as such term is defined in Rule 902 (o) of Regulation S promulgated under the United States Securities Act of 1933 (as amended). Rather, Medwell will pay shareholders who are U.S. Persons a cash amount calculated by reference to the fair market value on the distribution date of the SDI Shares which would otherwise be distributed to such shareholders **(less applicable withholding taxes and selling commissions).**"

DTC will open the EDS windows from 12/17/14 to 12/19/14 to accommodate Participants' instructions.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY.

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If participants have any questions regarding this Important Notice, they may contact DTC's Customer Help Center at (888) 382-2721.

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