

Not for distribution, directly or indirectly, in the United States of America, Canada, Australia and Japan.

2 May, 2014

MAINSTAY MEDICAL INTERNATIONAL PLC

"TOTAL NUMBER OF SHARES AND VOTING RIGHTS"

Mainstay Medical International plc ("Mainstay" or the "Company") (NYSE Euronext Paris and Enterprise Securities Market, Irish Stock Exchange: MSTY), in conformity with Regulation 20 of the Transparency (Directive 2004/109/EC) Regulations 2007 of Ireland, makes the following disclosure with respect to the share capital and voting rights of the Company.

As at 2 May 2014, the issued share capital of the Company consists of 4,255,877 ordinary shares of €0.001 each (which carry voting rights) and 40,000 deferred shares of €1 each (which do not carry voting rights).

Therefore, the figure that may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the Transparency (Directive 2004/109/EC) Regulations 2007 of Ireland and the Transparency Rules of the Central Bank of Ireland is 4,255,877.

For information:

FTI Consulting

Arnaud de Cheffontaines / Paris / +33 1 47 03 68 63

Eilish Joyce / Jonathan Neilan / Dublin / +353 1 663 3600

mainstay@fticonsulting.com

Disclaimers:

This document does not constitute and shall not be considered as constituting a public offer, an offer to purchase or as an intention to solicit the interest of the public for a public offering of securities. The distribution of this document in certain countries may be subject to specific regulations. Persons who come into possession of this press release must inform themselves of and comply with these restrictions. In particular, this document does not constitute an offer to sell or a solicitation of an offer to buy any securities, nor shall there be any sale of securities in United States of America (the "**United States**"), or in any other jurisdiction in which such an offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of United States or any such jurisdiction. Such securities may not be offered or sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. The Company has not registered, and does not intend to register, any portion of any offering of its securities in the United States, and does not intend to conduct a public offering of any of its securities in the United States.