

PSIVIDA CORP.

POLICY REGARDING STOCKHOLDER COMMUNICATIONS WITH DIRECTORS

Stockholders of pSivida Corp. (the “Company”) may communicate with the Board of Directors of the Company in the following manner:

- The communication may be directed to any of the following individuals or groups:
 - the Board of Directors;
 - the Chair of the Board of Directors;
 - the independent members of the Board of Directors; or
 - any other group of directors or any other individual director.
- The communication shall be addressed to the relevant individual or group and sent to the following address by U.S. mail, overnight courier or hand delivery:

pSivida Corp.
480 Pleasant Street
Watertown, MA 02472
Attn: Corporate Secretary

- The communication shall prominently display the legend “BOARD COMMUNICATION” in order to indicate to the Corporate Secretary that it is a communication subject to this policy.
- Each such communication received by the Corporate Secretary shall be copied for the files of the Company. After copying such communication, the Corporate Secretary shall forward such communication (by U.S. mail or other reasonable means determined by the Corporate Secretary) to the relevant individual or group to which the communication was addressed at or prior to the next meeting of the Board of Directors.
- The Board of Directors has requested that certain items that are unrelated to the duties and responsibilities of the Board of Directors should be excluded and not subject to this policy, such as:
 - Spam;
 - Junk mail and mass mailings;
 - Resumes and other forms of job inquiries;
 - Surveys; and

- Business solicitations or advertisements.
- The Secretary shall not be required to forward any communication determined in his or her good faith belief to be frivolous, unduly hostile, threatening, illegal or similarly unsuitable, such as spam, junk mail, mass mailings, resumes, other forms of job inquiries, surveys, business solicitations or advertisements (each, an “Improper Communication”). The Secretary shall maintain a list of each communication subject to this policy that was not forwarded because it was determined by the Secretary to be an Improper Communication. Such list shall be delivered to the Chair of the Board of Directors at each quarterly meeting of the Board of Directors (and made available to each other member of the Board of Directors). In addition, each communication subject to this policy that was not forwarded because it was determined by the Secretary to be an Improper Communication shall nevertheless be retained in the Company’s files and made available at the request of any member of the Board of Directors to whom such communication was addressed.