



Oneview Healthcare PLC

Equity Raising Investor Presentation
17 November 2017



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This presentation contains summary information about Oneview and its subsidiaries (**Group**) and their activities current as at 17 November 2017. The information in this presentation provides a general background and does not purport to be complete. It does not purport to summarise all information that investors should consider when making an investment decision. It should be read in conjunction with the Group's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange (**ASX**), which are available at www.asx.com.au.

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Financial data

This presentation includes certain historical financial information extracted from Oneview's annual audited consolidated financial statements, Oneview's reviewed consolidated half year financial statements and certain historical financial information derived from Oneview's unaudited management accounts (collectively, the **Historical Financial Information**). Also presented is a pro-forma balance sheet which has been prepared to reflect the impact of the Offer as if it had occurred at 30 June 2017 (**Pro-Forma Balance Sheet**).

The Historical Financial Information and Pro-Forma Balance Sheet have been prepared and presented in accordance with the measurement and recognition principles of the Australian Accounting Standards (including the Australian Accounting Interpretations) (**AAS**). The Historical Financial Information and Pro-Forma Balance Sheet are presented in an abbreviated form insofar as they do not include all the presentation and disclosures, statements or comparative information as required by the AAS and other mandatory professional reporting requirements applicable to general purpose financial reports prepared in accordance with the Corporations Act 2001 (Cth) (**Corporations Act**). The Historical Financial Information has been derived from Oneview's management accounts has not been audited or reviewed.

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Proving a more engaged
patient leads to better
clinical outcomes



Equity Raising Details

Overview of equity raising

Oneview is undertaking an equity raising of approximately A\$30 million

- An institutional placement to raise approximately A\$5 million (Placement); and
- A 1 for 4.35 pro-rata accelerated non-renounceable entitlement offer to raise approximately A\$25 million (Entitlement Offer)

Proceeds from the equity raising will be used to provide balance sheet flexibility to deliver on Oneview's growth strategy

- Oneview will continue to invest in technology and product enhancement across its portfolio
- Significant operational leverage as new products are deployed

Following successful completion of the equity raising, Oneview expected pro forma net cash position of €41.5 million¹ (A\$61.6 million) as at 30 June 2017

- Current monthly gross cash requirements (opex) of €2.1 million (A\$3.3 million²), consistent with June 2017
- Net cash burn expected to reduce as pipeline is delivered and recurring income increases

Note: 1. Assumes AUD/EUR exchange rate of 0.673 as at 30 June 2017; 2. Assumes AUD/EUR exchange rate of 0.644 as at 16 November 2017

Entitlement offer overview

Offer size and structure	<ul style="list-style-type: none"> Equity raising to raise approximately A\$30 million (Offer), comprising: <ul style="list-style-type: none"> An Institutional Placement to raise approximately A\$5 million (Placement); and A 1 for 4.35 pro-rata accelerated non-renounceable entitlement offer to existing securityholders¹ to raise approximately A\$25 million (Entitlement Offer) Approximately 15.0 million Chess Depositary Interests (CDIs) to be issued (equivalent to approximately 27.6% of the existing CDIs on issue) The Institutional Placement CDIs will not be entitled to participate in the Entitlement Offer New CDIs will rank equally with existing Oneview CDIs
Offer price	<ul style="list-style-type: none"> New CDIs will be issued at an offer price of \$2.00 per new CDI Offer price of \$2.00 per new CDI represents: <ul style="list-style-type: none"> 7.45% discount to TERP² of \$2.16 9.09% discount to the closing price on Tuesday, 14 November 2017 of \$2.20
Institutional Placement and Entitlement Offer	<ul style="list-style-type: none"> Placement and the institutional component of the Entitlement Offer open to eligible institutional securityholders to be conducted on Friday, 17 November 2017 (AEDT³) New CDIs equivalent to the number of new CDIs not taken up and those that would have been offered to ineligible institutional securityholders will be offered to new and existing institutional investors concurrently with the Institutional Entitlement Offer Entities associated with Director, Mr James W Vicars (collectively Oneview's largest securityholder with 18.2%) have indicated an intention to take up their entitlements. These entities have agreed to acquire an additional number of CDIs under sub-underwriting agreements with the Lead Manager. Their aggregate security holding will not exceed 19.9% immediately following close of the Offer
Retail Entitlement Offer	<ul style="list-style-type: none"> Retail Entitlement Offer open to eligible retail securityholders in Australia, New Zealand and Ireland from Thursday, 23 November 2017 to 5:00pm Monday, 4 December 2017 (AEDT³)
Syndicate	<ul style="list-style-type: none"> Macquarie Capital (Australia) is the sole underwriter, bookrunner and lead manager

Notes: 1. As at the record date of 21 November 2017; 2. The Theoretical Ex-Rights Price (TERP) is the theoretical price at which Oneview CDIs should trade immediately after the ex-date for the entitlement offer. TERP is a theoretical calculation only and the actual price at which CDIs trade immediately after the ex-date for the entitlement offer will depend on many factors and may not equate to TERP; 3. AEDT = Australian Eastern Daylight Time

Indicative timetable

Event	Date ¹
Trading halt and announcement of Equity Raising, Institutional Entitlement Offer and Placement opens	Friday, 17 November 2017
Institutional Entitlement Offer and Placement closes	Friday, 17 November 2017
Trading halt lifted – existing CDIs recommence trading on ASX on an ex-entitlement basis	Monday, 20 November 2017
Record date for Entitlement Offer	Tuesday, 21 November 2017
Retail Entitlement Offer opens and despatch of Retail Information Booklet	Thursday, 23 November 2017
Settlement of Institutional Entitlement Offer and Placement	Tuesday, 28 November 2017
Issue of New CDIs under the Institutional Entitlement Offer and Placement	Wednesday, 29 November 2017
Retail Entitlement Offer closes	Monday, 4 December 2017
Settlement of Retail Entitlement Offer	Friday, 8 December 2017
Issue of New CDIs under the Retail Entitlement Offer	Monday, 11 December 2017
Normal trading of New CDIs and despatch of holding statements under the Retail Entitlement Offer	Tuesday, 12 December 2017

Notes 1. The above timetable is indicative only and subject to change. Oneview, in conjunction with the Lead Manager, reserves the right to amend any or all of these events, dates and times subject to applicable laws, the ASX Listing Rules and other applicable laws. All dates are in reference to AEDT.

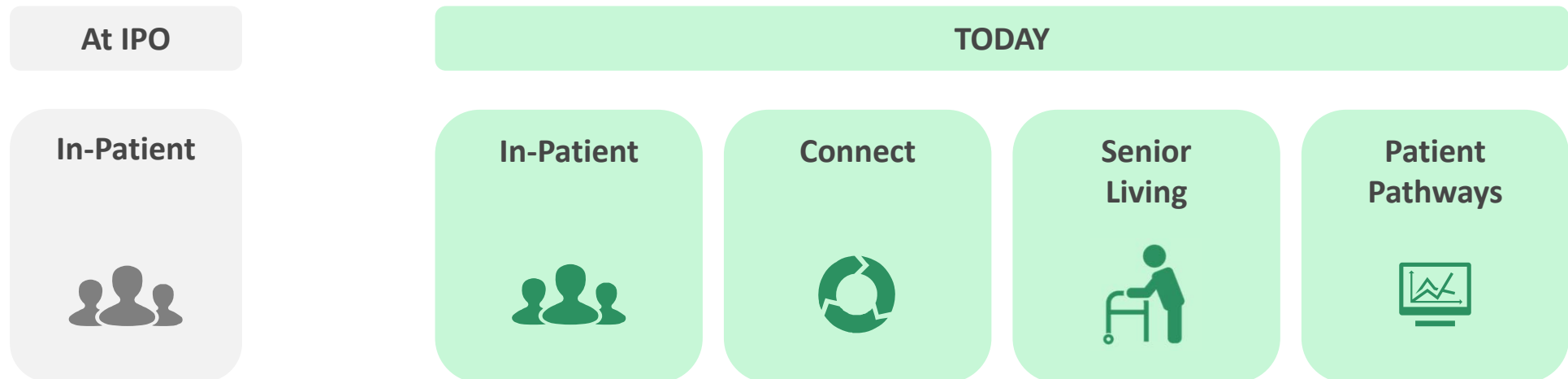


Business update

Oneview business update

Oneview now addresses multiple end user markets with the deployment of Android commencing in December 2017

- Material growth since IPO - live facilities growing from 9 to 22, total contracted beds +163% from 3,292 to 8,666¹
- Successful expansion of technology to cover adjacent healthcare verticals, significantly increasing Oneview's addressable market
- Deployment of new Android solution expected to accelerate market penetration



Note: 1. As at 31 October 2017. Includes In-Patient and Senior Living

Product expansion

Oneview is significantly expanding its offering to address the continuum of care

In-Patient

- Core products include Patient Experience, Workflow and Communications
- Material growth in In-Patient since IPO with live facilities growing from 9 to 22 and contracted beds growing from 3,292 to 8,546¹ (+160% growth)
- Hospitals in US moving from “fee-for-service” towards value-based healthcare model with hospital reimbursement linked to patient satisfaction scores (HCAHPS)

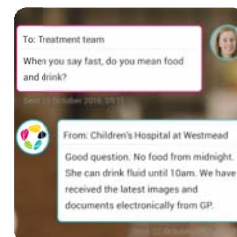
Hospital Consumer Assessment of Healthcare Providers (HCAHPS)
National Average (October 2016 - September 2017)

Category	Score	Target
Overall Score	75	75
Communication with healthcare providers	75	75
Physical environment of hospital	75	75
Communication with nurses	75	75
Communication with doctors	75	75
Communication with other healthcare providers	75	75
Communication with hospital staff	75	75
Communication with hospital management	75	75
Communication with hospital board	75	75
Communication with hospital community	75	75
Communication with hospital partners	75	75
Communication with hospital suppliers	75	75
Communication with hospital vendors	75	75
Communication with hospital contractors	75	75
Communication with hospital consultants	75	75
Communication with hospital advisors	75	75
Communication with hospital stakeholders	75	75
Communication with hospital customers	75	75
Communication with hospital clients	75	75
Communication with hospital partners	75	75
Communication with hospital suppliers	75	75
Communication with hospital vendors	75	75
Communication with hospital contractors	75	75
Communication with hospital consultants	75	75
Communication with hospital advisors	75	75
Communication with hospital stakeholders	75	75
Communication with hospital customers	75	75
Communication with hospital clients	75	75



Connect

- Connect enables healthcare providers to connect with consumers throughout the full patient journey from pre-admission to post-discharge
- Mobile application providing secure access on Android or iOS smartphones
- Successful deployment at Sydney Children's Hospital Network with a number of inbound customer RFPs
- First US customer (St Jude Children's Research Hospital) contracted in September 2017



Senior Living

- Extension of in-patient solutions targeting resident experience, communication with clinicians and family members as well as monitoring through sensors
- Limited penetration of technology to date in senior living with addressable market 2.5x to 3x the size of the acute hospital market
- 120 contracted beds in Australia with Thomas Holt with a further ~3K beds in tender process with large Australian aged care providers²



Patient Pathways

- NHS Hospitals are benchmarked by cancer waiting time targets being 62 days from GP referral to first treatment
- Product development targeting digitisation of clinical pathway
- Significant patient trial concluded with Oxford University hospital initially targeting prostate cancer pathway
- Significant growth potential with ability to apply product across a range of oncological pathways



Note: 1. As at 31 October 2017; 2. Based on management's assessment of current opportunities

Technology enhancement

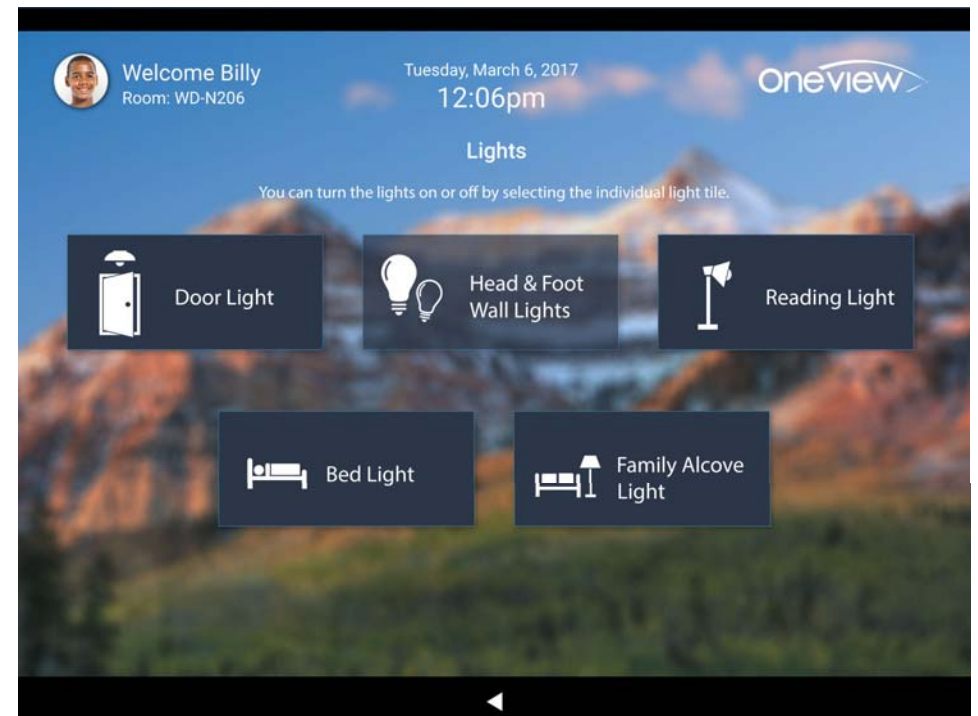
Oneview's Android solution is in its initial deployment phase and is expected to accelerate market penetration

- Oneview has invested significant resources into the development of an Android solution
 - The Android solution will materially lower cost of ownership for Oneview customers versus its Windows solution, improving customer ROI
 - Deployment of solution to US customers commences in December 2017
 - Contract with Seattle-based technology partner to procure customised Android hardware
- Further deployment targeted in 1H18 with a number of large customers in advanced contract negotiations in Australia and the US
 - Anticipation of Android deployment has delayed procurement decisions of a number of potential customers in 2017

The transition from a Windows client to an Android client can result in approximately a 30% to 50% reduction in hardware costs for Oneview customers without impacting recurring revenues

Technology enhancement

Oneview's Android solution includes a new user interface



Oneview patient-facing products and their technologies

Sectors

Acute & Ambulatory Care

Aged Care

Our products

Our value proposition

In-Patient

- **Engaging patients:** with education & goals
- **Reducing operating costs:** by enabling self-service meal ordering
- **Connecting patients:** with family and friends, and with remote specialists for tele-health & Video Remote Interpreters
- **Fully leveraging staff:** routing service request to appropriate staff alleviated burden on nurses
- **Increasing patient satisfaction:** through digital rounding
- **Measuring patient satisfaction:** through real-time sentiment surveys
- **Entertaining patients:** with TV, movies & streaming

Connect

- **Highly usable:** designed as a consumer app, leveraging design patterns and interactions familiar to users
- **Appointments:** automating appointment scheduling & reducing no-shows with reminders
- **Engaging patients:** with education & goals
- **Connecting patients:** with their care team beyond the hospital through secure messaging
- **Information sharing:** discharge instructions from the EHR, and patient-reported information
- **Measuring experience & outcomes¹:** enabling Patient Reported Experience Measures and Patient Reported Outcomes Measures
- **Medication adherence¹:** via medication education and reminders

Senior Living

- **Sales process automation:** digitising the sales and resident admission process (using Dynamics 365)
- **Engaging residents:** residents can see their own health data including care plan, sleep, goals and education
- **Connecting residents:** with family and friends via the Circle of Care app, and with each other through social activities
- **Reducing operating costs:** by enabling self-service meal ordering
- **Tailored care:** providing care teams with predictive care analytics and holistic resident information
- **Entertaining residents:** entertaining residents with TV, movies & streaming

Devices

Oneview Apps

3rd Party Integrations

Windows / Android Tablets & Smart TVs

3rd Party Integrations

Android / iOS smartphones

Oneview Apps

3rd Party Integrations

Android Tablets & Smart TVs

On-premise

Windows Server / SQL Server ²

Cloud

Azure multi-tenant / single-tenant ³

Dynamics 365 & Azure multi-tenant

Oneview Cloud Analytics on Azure

Notes 1. Road-map feature for 2018; 2. On-premise is only required where the customer wants to retain PHI within the enterprise; 3. Our default is multi-tenant, but we envisage some systems may want single-tenant

Technology enhancement

Recent case studies of customers contracted to benefit from the open Oneview platform on Android



Langone Medical Center


- The 7 year contract provides for the further roll-out of Oneview's solution for up to 2,000 devices (1,000 beds) where patients interact with NYU's services. Initial go live for June 2018 in 374 beds in the new Helen L. and Martin S. Kimmel Pavilion at 424 East 34th Street
- NYU is one of the premier academic medical institutions in the U.S. and operates five hospitals, clinics and medical centres throughout New York City's five boroughs



- Oneview signed in February 2017, a multi year agreement with BJC to deploy across 2,000 devices (1,000 beds), commencing with 381 beds across two of their facilities at their BJH Hospital Tower and St Louis Children's Hospital
- Currently live in the first 38 beds with phased go-live in the remainder of the initial 381 bed deployment commencing in early December 2017
- BJC Healthcare is one of the largest non-profit healthcare organisations in the U.S. serving predominantly the greater St Louis, southern Illinois and mid-Missouri regions

Market opportunity – In-Patient

Oneview has actively identified prospective opportunities to increase market penetration for its In-Patient solution

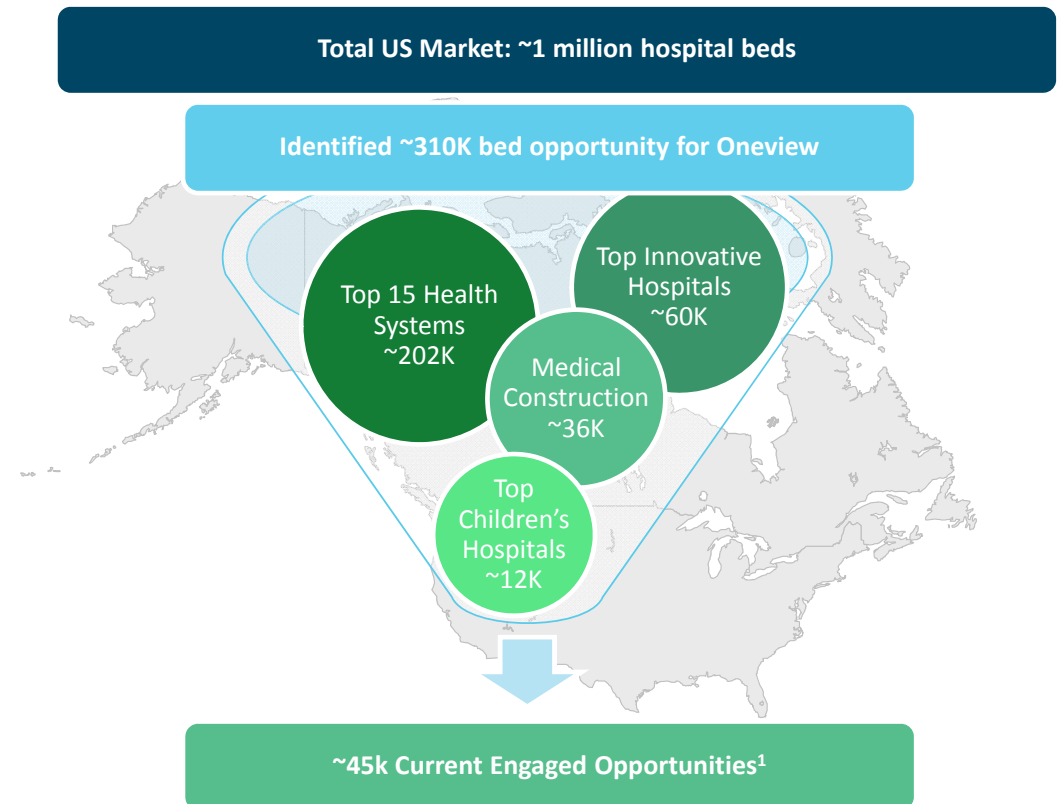
Number of hospital beds		United States	Australia	Medical Tourism ⁴
Total Market		~1 million	~90k	~290k
Target Opportunities		~0.3 million	~75k	~70k
Oneview (Oct-17) Live or contracted		~6k	~2.5k	~0.5k
Current Engaged Opportunities ¹		~45k	~8k	~3k
Oneview (Oct-17) In negotiation or tender ^{2,3}		~8k	~2.5k	~3k
	Penetration (Contracted)	2%	3%	1%
	Penetration (Engaged)	15%	11%	4%

Note: 1. Current Engaged Opportunities means current opportunities where Oneview has had an initial discussion with new or existing customers; 2. In negotiation or tender is a subset of Current Engaged Opportunities; 3. Opportunities in tender based on management's assessment of current opportunities; 4. Medical Tourism key markets are South East Asia and Middle East

Market opportunity – In-Patient

Of the ~1 million beds in the United States, Oneview has conducted a bottom up sizing of high quality opportunities

- Oneview has a targeted approach to identifying opportunities in the United States
 - Top innovative hospitals
 - Top 15 health systems
 - Top 50 children's hospitals
 - All new hospitals under construction (~250 hospitals)



Note: 1. Current Engaged Opportunities means current opportunities where Oneview has had an initial discussion with new or existing customers

Market opportunity – Senior Living

Oneview is expanding its addressable market to Senior Living which is 2.5x to 3x the size of the acute hospital market

United States

~2.9 million total beds¹

Top 12 operators have ~0.3m beds¹

~10% of population (35m people) > 75 by 2030¹

360 beds in negotiation or tender³

Australia

~0.3 million total beds¹

~10% of population (3m people) > 75 by 2030¹

120 contracted beds
(Thomas Holt)

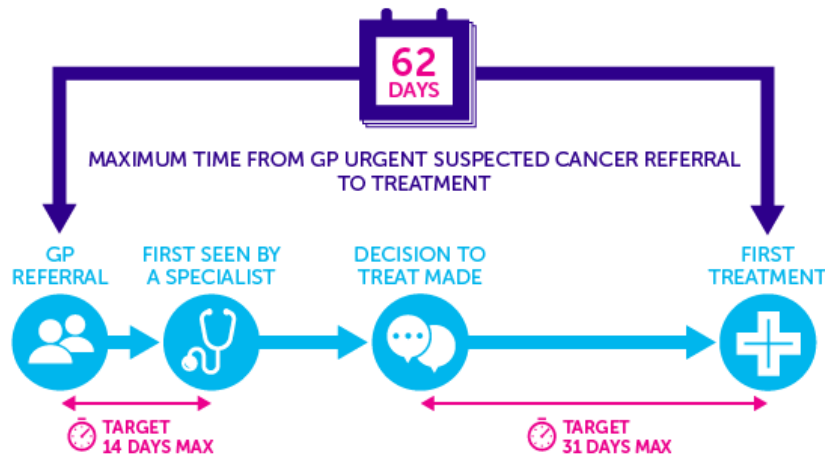
~4k beds in negotiation or tender³

Note: 1. Source: Australian Bureau of Statistics; US National Investment Center for Seniors Housing & Care; US Census Bureau. 2. Light blue colouring connotes Oneview beds which are contracted, in contract negotiation or in tender; 3. Opportunities in tender based on management's assessment of current opportunities

Market opportunity – Patient Pathways

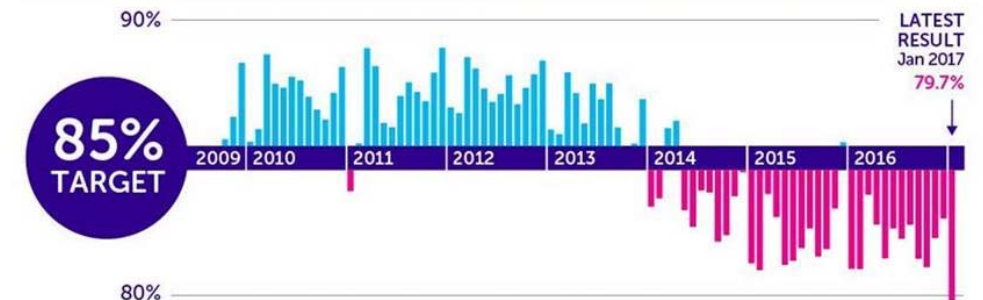
Oneview is expanding its addressable market from its core in-patient offering to adjacent healthcare verticals

62 day waiting target



WORST PERFORMANCE FOR NHS 62 DAYS TARGET

% OF NHS ENGLAND CANCER PATIENTS STARTING TREATMENT WITHIN 62 DAYS OF AN URGENT GP REFERRAL



Target opportunity:
135 NHS trusts in England
20 oncological pathways

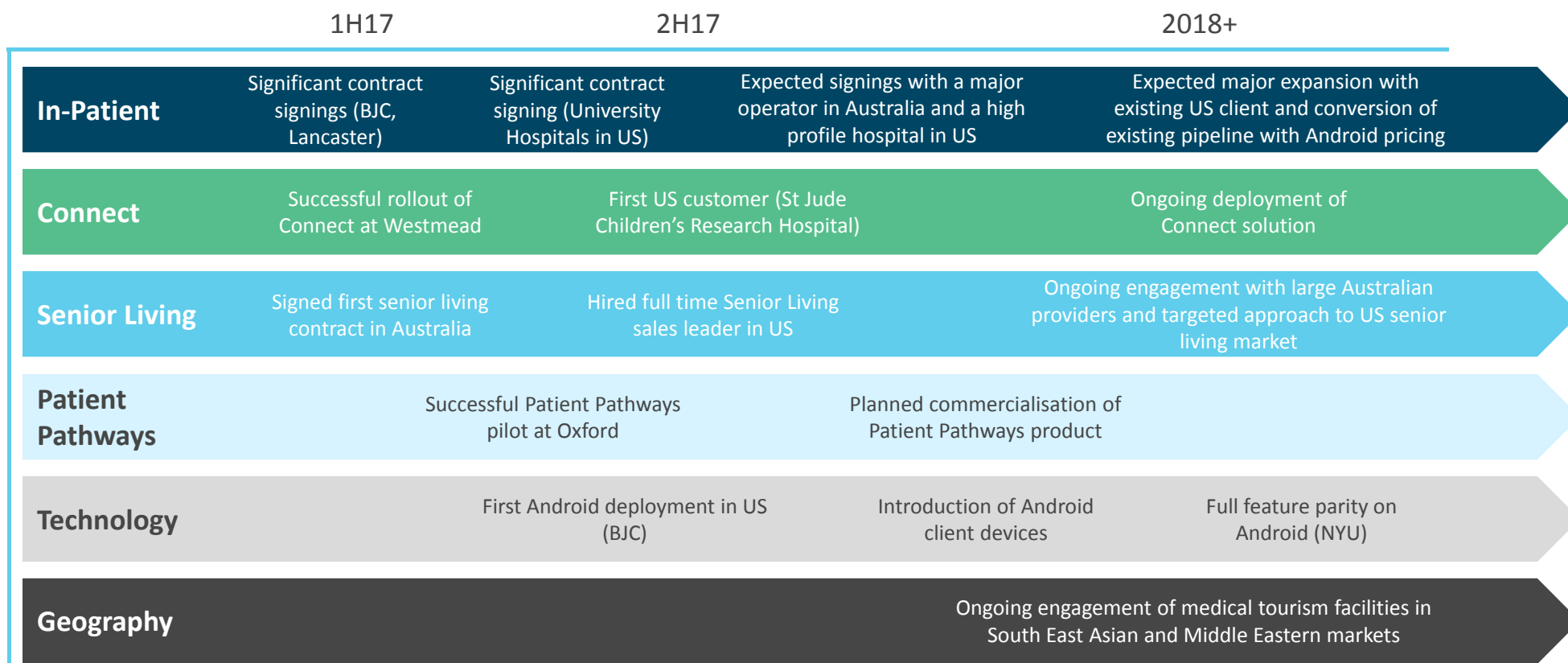
1 commercial pilot for prostate
cancer pathway (Oxford)

< 1% penetration

Note: Graphics sourced from Cancer Research UK. "Worst Performance for NHS 62 Days Target" sourced from NHS England (provider-based monthly cancer waiting times data, Oct 2009 – Jan 2017). Light blue colouring connotes Oneview opportunity which is contracted, in contract negotiation or in tender

Execution of Oneview's growth strategy

Oneview has a clearly defined pathway to implementing its growth strategy



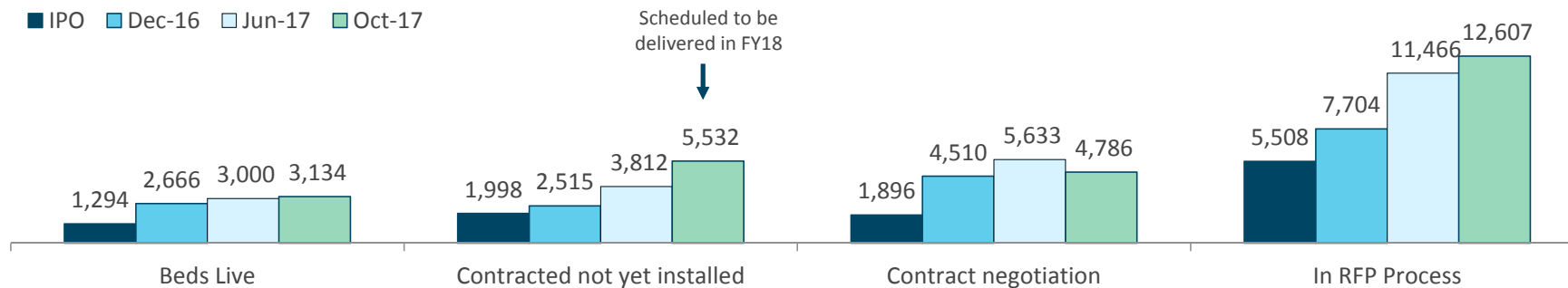


Financial performance and KPIs

Key operating metrics

Oneworld continues to see growth across key metrics

Contracted bed & pipeline developments



	IPO	Dec-16	Jun-17	Oct-17	IPO – Oct-17
Live and installed	1,294	2,666	3,000	3,134	142%
Contracted but not yet installed	1,998	2,515	3,812	5,532	177%
Total under contract	3,292	5,181	6,812	8,666	163%
In contract negotiations	1,896	4,510	5,633	4,786	152%
Submitted or preparing to submit a proposal ¹	5,508	7,704	11,466	12,607	129%

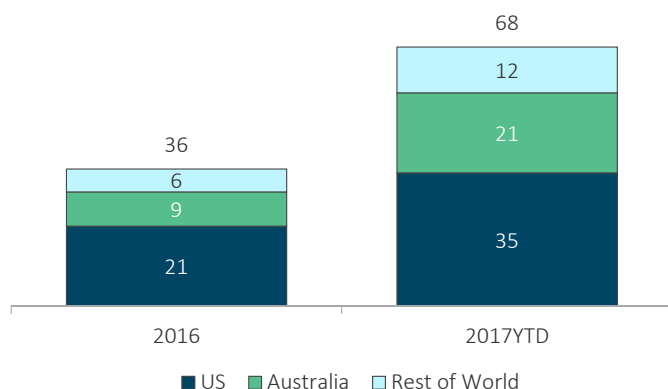
Note: 1. Based on management's assessment of current opportunities

Tender Pipeline

Oneview continues to receive an increasing number of inbound bid requests

- Oneview continues to develop its pipeline across all of its geographies
- Significant increase in bid activity with 68 bids submitted in 2017YTD
 - Strong increase on 2016 activity (+89% YTD, +127% annualised)
- Oneview has a high win rate with 67% of all bids submitted (based on bids submitted over 2016 and 2017)
- Oneview has 49 bids pending, representing 15,397 beds
- Android pricing should accelerate conversion

Bids submitted (2016-2017YTD)²



Key statistics of bids submitted (2016-2017YTD)

	Win Rate ¹	Beds Pending
US	65%	6,644
Australia	63%	6,224
Rest of World	2 from 2	2,529
Total	67%	15,397

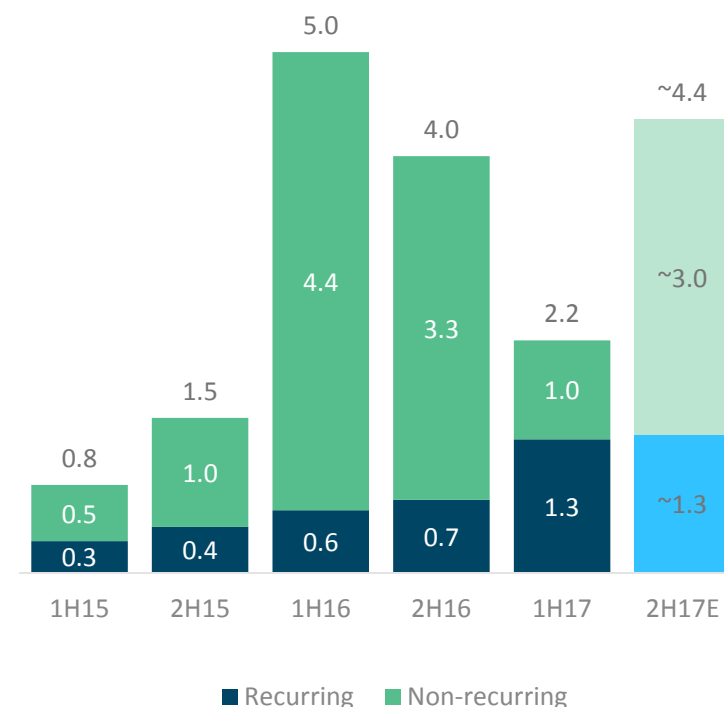
Note: 1. Calculated as bids which are in contract negotiation, contracted or live divided by total bids (excluding bids cancelled and pending); 2. Excludes Connect

Financial performance

Continued growth in recurring revenue base despite procurement inertia in recent periods

- Oneview experienced procurement inertia by hospitals in FY16 and 1H17
 - Healthcare policy uncertainty in US following Trump election caused slow down in hospital procurement. Current conditions showing significantly improved engagement
 - Hospitals postponed procurement decisions in anticipation of Android deployment expected to commence in 1H18
- Total revenue for FY17 expected to be ~€6.6m, comprising ~€2.6m recurring revenue from existing contracted base
 - Significant increase in recurring revenue from FY16 (+~103% yoy)
 - Non-recurring revenue of ~€4.0m from previously announced deployments
- Oneview is adopting a disciplined approach to cost base in response to operating conditions
 - Reorganisation of client services model undertaken in September 2017 is expected to deliver €1.2m cost saving p.a.
 - Monthly opex of ~€2.1 million (~A\$3.3 million¹) (post reorganisation) expected over the next 12 months
 - Cost base includes a number of variable components which may scale up and down with revenue

Revenue (€m)



Note: 1. Assumes AUD/EUR exchange rate of 0.644 as at 16 November 2017

FY17 and pipeline update

- High visibility of FY17 revenue of ~€6.6m
- Improved market momentum in the United States following period of uncertainty
- Significant investment in Android solution with phased deployment to existing US customers
 - Android solution expected to materially lower hardware costs for customers and accelerate pipeline
 - Android solution expected to reach full feature parity with Windows product in Q3 2018
- Seeking execution of a number of significant contracts by the end of FY17
 - In-Patient comprising a major operator in Australia, a high profile US hospital and major expansion of an existing in-patient contract in the US (in total up to ~2,600 beds)
 - Commercialisation agreement of Patient Pathway products in UK
- Strong momentum in Senior Living with several facilities in advanced tender process

Q&A

Oneview





Appendix A Pro Forma Balance Sheet

Pro forma balance sheet

€ millions	30-Jun-17 Statutory	Impact of Offer ¹	30-Jun-17 Pro Forma	Pro forma balance sheet converted to AUD ¹
Assets				
Cash and cash equivalents	22.6	18.8	41.5	61.6
Trade and other receivables	2.6	0.0	2.6	3.9
Property, plant and equipment	0.9	0.0	0.9	1.4
Intangible assets	1.0	0.0	1.0	1.5
Other assets	0.4	0.0	0.4	0.6
Total assets	27.5	18.8	46.4	68.9
Liabilities				
Payables	3.7	0.0	3.7	5.6
Deferred income	0.6	0.0	0.6	0.9
Total liabilities	4.3	0.0	4.3	6.4
Net assets	23.2	18.8	42.0	62.4
Equity				
Contributed equity	66.7	20.2	86.9	129.1
Reserves	4.1	0.0	4.1	6.0
Retained profits	(47.6)	(1.4)	(48.9)	(72.7)
Total equity	23.2	18.8	42.0	62.4

- The Pro Forma Historical Balance Sheet is derived from the reviewed 30 June 2017 historical balance sheet adjusted as if the Offer had occurred on this date. The Pro Forma Balance Sheet is adjusted for the impact of the Offer (receipt of gross proceeds of A\$30.0 million (€20.2 million¹)) and associated transaction costs (estimated to be A\$2.0 million (€1.4 million)).
- Cash of €15.8 million (A\$23.5 million¹) as at 30-Sep-2017 prior to the impact of the offer (unaudited)

Note: 1. Assumes AUD/EUR exchange rate of 0.673 as at 30 June 2017. Cash proceeds of €18.8m is net of transaction costs of €1.4m. Transaction costs have been netted against retained earnings due to recent changes in Irish Company Law (in line with Oneview's 2016 IFRS financial statements)



Appendix B Key Risks

Key Business Risks

Risk category	Risk	Risk description
Strategy risks	Failure to successfully implement its business strategy	There is a risk that Oneview's business strategy or any of its growth initiatives will not be successfully implemented, deliver the expected returns or ultimately be profitable. Implementing the Oneview solution for a large number of new customers will test the business' execution capabilities. If Oneview is unable to successfully implement the Oneview solution for its customers, or if implementation costs overrun or implementation is unexpectedly delayed, Oneview may fail to comply with its contractual obligations, and potentially be required to pay liquidated damages to the customer with the amount payable typically determined by reference to the length of delay in meeting project milestones. Should it not deliver its strategy, Oneview may be unable to meet operating expenditures as they become due. Oneview may not generate the financial returns it intends. There is also a risk that Oneview is unable to scale fast enough to secure and implement all the opportunities that may present themselves in the future. Further, growth into new markets may be inhibited by unforeseen issues particular to a territory or sector, including the need to invest significant resources and management attention to the expansion, and the possibility that the desired level of return on its business will not be achieved.
	Delayed or execution issues in the Android solution	Successful implementation of the Android solution is critical to Oneview's stated growth strategy. A delay in the deployment of the Android solution or existence of unforeseen issues in the operation, maintenance or customisation of that solution may result in potential breach or termination of contracts contingent on the Android solution, or may impact the renewal of existing contracts or Oneview's ability to win new contracts. These events may have a material adverse effect on Oneview's financial performance and position.
	Competition and technology risk	<p>Oneview's operating performance is influenced by a number of competitive factors, including the success and awareness of its brand, its sophisticated technology and its commitment to ongoing product innovation. The industry in which Oneview operates, including in Australia, the U.S., the Middle East, and globally, is subject to domestic and global competition, which may increase, and any change in the foregoing competitive factors, or others, may impact Oneview's ability to execute its business and growth strategies:</p> <ul style="list-style-type: none"> — Existing competitors could increase their competitive position through aggressive marketing, product innovation and/or price discounting; — Oneview may fail to anticipate and adapt to technology changes or client expectations at the same rate as its competitors; — Existing or new competitors could offer software at a more competitive price, which may affect Oneview's ability to sustain or increase prices; — Customers who currently utilise Patient Engagement Solutions systems offered by existing competitors (including local operators in specific markets or those with a greater market share in certain markets) may have contracted with such competitors for a considerable period of time or have onerous termination clauses, or may determine that it is prohibitively costly and/or time consuming to adopt the Oneview solution, or customers looking to implement Patient Engagement Solutions may prefer to contract with local operators; — New competitors, including large global EHR corporations or large software vendors operating in adjacent industries, may enter the market. These corporations may have well recognised brands, longer operating histories or pre-existing contractual relationships, or greater financial and other resources to apply to R&D and sales marketing, which may enable them to develop products in advance of Oneview and more effectively than those developed by Oneview and/or better withstand any downturns in the market. As a result, Oneview's current and future technologies and products may become obsolete or uncompetitive, which may result in adverse effects on revenue, margins and profitability.

Key Business Risks

Risk category	Risk	Risk description
Financial risks	Reduced access to funding	In the future, Oneview could be required to raise capital through public or private financing or other arrangements. Such financing may not be available on acceptable terms, or at all, and a failure to raise capital when needed could harm Oneview's business. There is a risk that if Oneview requires additional funding and cannot raise funds on acceptable terms, it may not be able to fund its operations, grow its business or respond to competitive pressures.
	Working capital risk	Maintaining sufficient working capital is a fundamental requirement for Oneview to meet its financial obligations. Given the timing difference of accounts receivables and accounts payables, Oneview may face temporary cash constraints, in particular when Oneview has to make large payments for hardware procurement. The inability to maintain a strong balance sheet or to secure new capital or credit facilities (in the form of cash advance, overdraft and bonding facilities) could impact Oneview's opportunity to meet its ongoing liquidity needs or tender for new business.
	Absence of dividends	The Board has yet to establish a dividend policy, and does not expect to pay dividends in the near term. While Oneview continues to expand its business operations, Oneview expects to continue to reinvest in its growth rather than distribute profits in the form of dividends. The ability of Oneview to pay any dividend in the future is dependent on many factors. The Directors do not give any assurance regarding the payment of dividends in the future.
	Other financial risks	Oneview's financial reports are prepared in Euros. However, revenue, expenditure and cashflows, and assets and liabilities from Oneview's operations are denominated in various other currencies. For example its Australian, U.S. and U.A.E operations are denominated in Australian dollars, U.S. dollars and U.A.E. dirham, respectively. Oneview is therefore exposed to the risk of fluctuations in the value of currencies (for example fluctuations of the Euro against those currencies), and adverse fluctuations in exchange rates may negatively impact the translation of account balances and profitability from these offshore operations. Oneview is subject to other financial risks including price risk and liquidity risks which are set out in Section 5.3 General Risks in Oneview's Prospectus released to ASX on 19 February 2016.
Operational risks	Failure to retain existing customers and attract new business / contracts	Oneview's business relies on the ability to retain its existing customers, secure new customers and contracts, and maintain business relationships. There is a risk that existing Oneview customers terminate their contracts or do not renew their contracts when the initial contract term comes to an end (generally 3 to 5 years after commencement). There is also a risk of delay or cancellation of: customers putting projects out to tender, projects that Oneview successfully tendered for, and/or termination of customer contracts that Oneview has entered into but not yet commenced implementing. This would have a negative impact on Oneview's successful implementation of its business strategy, having an adverse impact on its business, financial performance and operations, particularly if this were to occur in relation to a number of different customer relationships.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Contract risk	Oneview's customer contract tender processes often take 12-18 months to materialise. As a consequence, there is a timing risk: external factors may change the nature of these contracts and cause them to be cancelled or delayed, which will impact future revenue, earnings and cash flow.
	Risk that the Oneview solution is disrupted, fails or ceases to function efficiently	Oneview depends on the performance and reliability of its technology and products. There is a risk that the Oneview solution contains defects or errors, which become evident when the software is implemented for new customers; new versions or enhancements are rolled out to existing customers; when new solutions such as the Android solution are adopted. Internet-based services frequently contain undetected errors when they are introduced or when new versions or enhancements are released. Such occurrences could harm Oneview's reputation, its financial position and performance, and its ability to generate new business. Further, Oneview typically warrants its software for the life of the customer contract, so defects in existing or future developed products and services may lead to warranty claims, which could have a material adverse effect on Oneview's business, financial performance and operations.
	Information technology and cyber security	Oneview's business is dependent on the efficient operation of information technology systems to support its operations and to ensure security of information. Any system failure, virus, breach of data and IT security could result in business interruption, the loss of clients or contracts, damaged reputation and a weakening of Oneview's competitive market position, particularly where restorative/substitute technology systems are not available on acceptable terms. Furthermore, cyber attacks on Oneview may lead to the distribution of sensitive patient information (or client or business information) and damage to Oneview's business prospects and reputation. The effect of any such event could extend to claims by patients, reputational damage, regulatory scrutiny and fines.
	Directors will retain a significant holding	Following Completion, the Directors will retain a significant interest in the Company. The Directors will be in a position to exert influence over matters relating to the Company, including the election of Directors and the approval of transactions involving the Company. Any significant sale of CDIs, or the perception of a sale of CDIs, by the Directors might have an adverse effect on the price of the CDIs or the perceived value of the Company. Some of the Directors' interests in the Company are subject to escrow arrangements.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Actual and potential disputes	Due to the contractual nature of Oneview's relationships, Oneview may in the future be subject to claims, disputes or proceedings in its ordinary course of business. Any dispute could be costly and damaging to Oneview's reputation, business relationships, operating and financial performance and position.
	Significant unanticipated costs or delays might arise in relation to Oneview's business	Cost estimates are made in advance of undertaking a contract and are dependent upon assumptions, estimates and judgments, which may ultimately prove to be inaccurate or unreliable. There is a risk that significant unanticipated costs or delays may arise during the course of implementation due to (i) errors and omissions; (ii) unforeseen technical conditions or increases in hardware costs; or (iii) inadequate contractual arrangements. Significant unanticipated costs could have a material adverse impact on margins and, ultimately, Oneview's business, financial performance and operations.
	Personnel risk	Oneview is reliant on the talent, effort, expertise, industry experience and contacts, and leadership of its management. Whilst Oneview has entered into employment contracts with all management personnel, the loss of any of Oneview's key management personnel or developers/engineers, or a delay in their replacement could impact Oneview's business. Due to a shortage of appropriately skilled workers in the software and technology development industry, Oneview may not be able to find appropriate replacements for departing staff members. This may impact the quality of services Oneview provides, the value of the business and Oneview's ability to compete with its competitors in enhancing and developing its products. There is also a risk that, as Oneview grows, it cannot attract and retain personnel with the necessary industry experience, expertise and ability to execute its strategy, such that its future growth may be restricted and the quality of its services and revenues reduced, with a corresponding adverse impact on its business, financial performance and operations.
	Market adoption of Oneview's products	If Oneview's products are not widely adopted by healthcare providers, including as a result of Oneview's failure to prove return on investment, or if the market for Oneview's products in the healthcare industry fails to grow at the expected rate, demand for the Oneview solution could be negatively impacted and Oneview's ability to sustain and grow its business may be adversely affected.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Intellectual property risk	Oneview relies on its intellectual property rights and there is a risk that Oneview may fail to protect its rights for a number of reasons. Oneview has historically used a mixture of legal (e.g. confidentiality agreements and code of conduct agreements) and technical (e.g. data encryption) methods to protect its intellectual property. As Oneview grows and diversifies geographically, there is a risk that these actions may not be adequate and may not prevent the misappropriation of its intellectual property or deter independent development of similar products by others. If Oneview fails to protect its intellectual property rights adequately, competitors may gain access to its technology, which would in turn harm its business, financial performance and operations.
	Integration risk	Oneview depends on the performance and integration capability of the Oneview solution with customers' existing systems. The functionality and accessibility of the platform is important to customers and any disruption or issues with the integration could harm Oneview's reputation and its ability to generate new business.
	Issues associated with implementation, installation and hardware procurement services	There is a risk that Oneview is required to fund the hardware procurement costs where it is unable to negotiate preferential payment terms with its customers or encourage its customers to enter into direct contracts with third party hardware providers. A requirement to fund hardware procurement costs has an initial negative cash-flow impact and any interruptions to the timing of hardware installation can result in further delayed realisation of cash flows. Oneview's reliance on third parties to deliver and support its products also exposes it to risks where those third party suppliers do not satisfy their obligations in accordance with their contract with Oneview. For example, where the product delivered and installed by a third party hardware provider does not match contracted requirements, this can lead to disruptions in the implementation process, operational or business delays, damage to Oneview's reputation, claims against Oneview by its customers and potential customer disputes and/or the eventual termination of customer contracts. Oneview's third party technology supplier contracts may also not entitle the Company to recover all of the losses it may suffer.
	Foreign operations and Sovereign risks	Because the Company is incorporated in Ireland, certain provisions of the Corporations Act, including in relation to takeovers and substantial holdings do not apply. Similarly, the Company is not bound by the takeovers rules under Irish law because they only apply to public companies incorporated in Ireland whose CDIs are, or have in the previous five years been, traded on certain exchanges (which do not include the ASX). The Company has therefore incorporated into its Constitution securityholder protection provisions that are similar to the provisions of the Corporations Act. In these circumstances, any claim against the Company for a breach of its Constitution would need to be brought in Ireland. Any such claim would be contractual in nature and may therefore not have the same level of enforceability as a claim under the Corporations Act. As a result of the Company being incorporated in Ireland, it may also be difficult for investors to effect service of process upon the Company within Australia and/or to enforce any judgments obtained in a court other than the Irish courts against the Company.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Dependency on service providers	Oneview conducts a significant amount of its operations through a series of contractual relationships with third party service providers. Such arrangements carry a risk that the third parties do not adequately or fully comply with their respective contractual rights and obligations. Such failure may lead to contractual termination and/or significant reputational damage to Oneview. Oneview relies on third party hardware providers to support its products and services. Factors concerning performance of this hardware, the availability of spare parts and maintenance services which can only be completed externally may affect the ability of Oneview to maintain its software and minimise interruptions to the continuous performance of its systems, which could impact existing customer retention and attraction of new customers, and also cause reputational damage to Oneview.
	Reliance on its core product and failure to develop new products	Oneview derives a significant proportion of its revenue from the sale and associated installation of the Oneview solution and relies on its ability to develop new products, features and enhancements to the Oneview solution. There is a risk that upgrading or introducing new products may result in unforeseen costs, failure to achieve anticipated revenue or failure to achieve intended outcomes. A failure by Oneview to develop successful new products and enhancements to existing products would have an adverse impact on its ability to develop customer relationships and maintain current relationships.
Regulatory risks	Public healthcare funding and other changes to laws, regulations and policies	Oneview's business plan and strategy has been formulated based on the prevailing healthcare policy from the time of listing until present, in its focus markets (including U.S, Australia and Middle East). It is possible that governments in Oneview's focus markets implement healthcare policy changes that have an effect on Oneview's business and, whilst such changes can create opportunities for Oneview, there is also potential for these changes to favour competitor offerings, to require Oneview to re-engineer its products or otherwise to be unfavourable to Oneview's business. There is also a risk that government policy changes result in a reduction in healthcare funding, including specific funding for HCIT initiatives, which is particularly relevant given U.S. President Donald Trump's attempts at abolishing Obamacare. If funding is reduced or discontinued in the US or in other target jurisdictions, this could influence the extent to which customers purchase the Oneview solution, which would have an unfavourable impact on Oneview's future business, financial performance and operations. Oneview must comply with the laws and governmental regulations in the markets in which it operates. These laws and regulations often provide broad discretion to the administering authorities. Additionally, all of these laws and regulations are subject to change, which may be retrospective. Such changes may cause Oneview to incur increased costs to ensure compliance with the new applicable laws or regulations or otherwise negatively impact Oneview's business, financial performance and operations.

Key Transaction Risks

Risk category	Risk	Risk description
Transaction risks	Underwriting risk	<p>Oneview has entered into an underwriting agreement under which the lead manager and underwriter of the Entitlement Offer has agreed to fully underwrite the Offer, subject to the terms and conditions of the underwriting agreement between Oneview and the Underwriter ('Underwriting Agreement'). The Underwriter's obligation to underwrite the Offer is conditional on certain customary matters. Further, if certain events occur, the Underwriter may terminate the Underwriting Agreement. Termination of the Underwriting Agreement could have an adverse impact on the amount of proceeds raised under the Offer and could materially adversely affect Oneview's business, cash flow, financial performance, financial conditions and share price. The Underwriter may terminate the Underwriting Agreement if certain events occur, including if:</p> <ul style="list-style-type: none"> — Oneview is removed from the official list of the ASX, its CDIs are suspended from quotation, or approval for the New CDIs is not given or is withdrawn by ASX; — there are delays in the timetable without the Underwriter's consent; — the S&P/ASX All Ordinaries on certain dates is at a level less than a specified percentage; — there are material disruptions in key financial markets, hostilities commence or escalate, or a major terrorist attack is perpetrated in certain key countries; — there is a change in the CEO, CFO or senior management of Oneview; — an adverse change occurs in the assets, liabilities, financial position or performance, profits, losses or prospects of Oneview from that disclosed to ASX prior to the date of the Underwriting Agreement or in the offering documentation. <p>In some cases (including the material disruptions, change to senior management and adverse change events referred to above), the Underwriter's ability to terminate the Underwriting Agreement will depend on whether, in the reasonable opinion of the Underwriter, the event has or is likely to have a materially adverse effect on the financial condition, financial position or financial prospects of Oneview, the success or outcome of the Offer, the marketing or promotion of the Offer, or has a reasonable possibility of causing a contravention by the Underwriter of any applicable law.</p>

Key Transaction Risks

Risk category	Risk	Risk description
Transaction risks (cont.)	Risks associated with an investment in CDIs	<p>There are general risks associated with investments in equity capital such as Oneview CDIs. The trading price of Oneview CDIs may fluctuate with movements in equity capital markets in Australia and internationally. Generally applicable factors that may affect the market price of CDIs include:</p> <ul style="list-style-type: none"> — general movements in Australian and international stock markets; — investor sentiment; — Australian and international economic conditions and outlook; — changes in the interest rate and the rate of inflation; — changes in government legislation and policies, in particular taxation laws and International Financial Reporting Standards; — announcement of new technologies; — natural disasters and geo-political instability, including international hostilities and acts of terrorism; — demand for and supply of Oneview CDIs; and — analyst reports. <p>No assurances can be given that the New CDIs will trade at or above the Offer Price. None of Oneview, its directors, the Underwriter or any other person guarantees the market performance of the New CDIs.</p> <p>The operational and financial performance and position of Oneview and the price of Oneview CDIs may be adversely affected by a worsening of general economic conditions in Australia, the U.S. or Europe, as well as international market conditions and related factors. It is also possible that new risks might emerge as a result of Australian, U.S. or global markets experiencing extreme stress or that existing risks manifest themselves in ways that are not currently foreseeable.</p>
	Risk of dilution	<p>In the future, Oneview may elect to issue new securities, including in connection with fundraisings, to deliver its growth strategy. While Oneview will be subject to the constraints of the ASX Listing Rules regarding the percentage of its capital it is able to issue within a 12 month period (other than where exceptions apply), investors may be diluted as a result of such issues of securities.</p>



Appendix C

Selling restrictions

International offer restrictions

This document does not constitute an offer of New CDIs of the Company in any jurisdiction in which it would be unlawful. In particular, this document may not be distributed to any person, and the New CDIs may not be offered or sold, in any country outside Australia except to the extent permitted below.

New Zealand

The New CDIs in this Entitlement Offer are not being offered to the public in New Zealand other than to existing securityholders of Oneview with registered addresses in New Zealand to whom the offer is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This investor presentation has been prepared in compliance with Australian law and has not been registered, filed with or approved by any New Zealand regulatory authority. This investor presentation is not a disclosure document under New Zealand law and is not required to, and may not, contain all the information that a disclosure document under New Zealand law is required to contain. It is a term of the Entitlement Offer that the New CDIs will be approved for trading on the ASX immediately after the New CDIs are issued.

Ireland

This investor presentation does not constitute an offer of transferable securities to the public in Ireland and no action has been taken to permit such an offer. The New CDIs in this Entitlement Offer are being offered in Ireland to existing securityholders of Oneview with registered addresses in Ireland to whom the offer of these securities may be lawfully made under the Prospectus (Directive 2003/71/EC) Regulations 2005 (as amended) of Ireland (the "Irish Prospectus Regulations").

This investor presentation has been prepared in compliance with Australian law and has not been registered, filed with or approved by the Central Bank of Ireland or any other European regulatory authority. This investor presentation is not prospectus for the purposes of the Irish Prospectus Regulations and it has not been submitted to or reviewed or approved by the Central Bank of Ireland or any other European regulatory authority.

Hong Kong

WARNING: This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the "SFO"). No action has been taken in Hong Kong to authorise or register this document or to permit the distribution of this document or any documents issued in connection with it. Accordingly, the New CDIs have not been and will not be offered or sold in Hong Kong other than to "professional investors" (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the New CDIs has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New CDIs that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted New CDIs may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

Singapore

This document and any other materials relating to the New CDIs have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of New CDIs, may not be issued, circulated or distributed, nor may the New CDIs be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part XIII of the Securities and Futures Act, Chapter 289 of Singapore (the "SFA"), or as otherwise pursuant to, and in accordance with the conditions of any other applicable provisions of the SFA.

This document has been given to you on the basis that you are (i) an existing holder of the Company's shares, (ii) an "institutional investor" (as defined in the SFA) or (iii) a "relevant person" (as defined in section 275(2) of the SFA). In the event that you are not an investor falling within any of the categories set out above, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the New CDIs being subsequently offered for sale to any other party. There are on-sale restrictions in Singapore that may be applicable to investors who acquire New CDIs. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

International offer restrictions

Switzerland

The New CDIs may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange or on any other stock exchange or regulated trading facility in Switzerland. This document has been prepared without regard to the disclosure standards for issuance prospectuses under art. 652a or art. 1156 of the Swiss Code of Obligations or the disclosure standards for listing prospectuses under the listing rules of any stock exchange or regulated trading facility in Switzerland. Neither this document nor any other offering or marketing material relating to the New CDIs may be publicly distributed or otherwise made publicly available in Switzerland.

The New CDIs will only be offered to regulated financial intermediaries such as banks, securities dealers, insurance institutions and fund management companies as well as institutional investors with professional treasury operations. This document is personal to the recipient and not for general circulation in Switzerland.

Neither this document nor any other offering or marketing material relating to the New CDIs have been or will be filed with or approved by any Swiss regulatory authority. In particular, this document will not be filed with, and the offer of New CDIs will not be supervised by, the Swiss Financial Market Supervisory Authority.

United Arab Emirates

Neither this document nor the New CDIs have been approved, disapproved or passed on in any way by the Emirates Securities and Commodities Authority ("ESCA") or any other governmental authority in the United Arab Emirates. The Company has not received authorisation or licensing from the ESCA or any other governmental authority in the United Arab Emirates to market or sell the New CDIs within the United Arab Emirates. This document does not constitute, and may not be used for the purpose of, an offer of securities in the United Arab Emirates (excluding the Dubai International Financial Centre). No services relating to the New CDIs, including the receipt of applications, may be rendered within the United Arab Emirates (excluding the Dubai International Financial Centre).

In the Dubai International Financial Centre, the New CDIs may be offered, and this document may be distributed, only as an "Exempt Offer", as defined and in compliance with the Markets Rules issued by the Dubai Financial Services Authority (the "DFSA"). The DFSA has not approved this document nor taken steps to verify the information set out in it, and has no responsibility for it.

United Kingdom

Neither this document nor any other document relating to the offer has been delivered for approval to the Financial Conduct Authority in the United Kingdom and no prospectus (within the meaning of section 85 of the Financial Services and Markets Act 2000, as amended ("FSMA")) has been published or is intended to be published in respect of the New CDIs.

This document is issued on a confidential basis to "qualified investors" (within the meaning of section 86(7) of the FSMA) in the United Kingdom, and the New CDIs may not be offered or sold in the United Kingdom by means of this document, any accompanying letter or any other document, except in circumstances which do not require the publication of a prospectus pursuant to section 86(1) of the FSMA. This document should not be distributed, published or reproduced, in whole or in part, nor may its contents be disclosed by recipients to any other person in the United Kingdom.

Any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received in connection with the issue or sale of the New CDIs has only been communicated or caused to be communicated and will only be communicated or caused to be communicated in the United Kingdom in circumstances in which section 21(1) of the FSMA does not apply to the Company.

In the United Kingdom, this document is being distributed only to, and is directed at, persons (i) who have professional experience in matters relating to investments falling within Article 19(5) (investment professionals) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 ("FPO"), (ii) who fall within the categories of persons referred to in Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FPO or (iii) to whom it may otherwise be lawfully communicated (together "relevant persons"). The investments to which this document relates are available only to, and any offer or agreement to purchase will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents.

Investor Presentation

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