



Announcement Summary

Entity name

HEALTHIA LIMITED

Announcement Type

New announcement

Date of this announcement

Friday October 30, 2020

The Proposed issue is:

An accelerated offer

A placement or other type of issue

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
HLA	ORDINARY FULLY PAID	16,076,368

Trading resumes on an ex-entitlement basis (ex date)

Tuesday November 3, 2020

+Record date

Tuesday November 3, 2020

Offer closing date for retail +security holders

Tuesday November 17, 2020

Issue date for retail +security holders

Tuesday November 24, 2020

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
HLA	ORDINARY FULLY PAID	9,400,000

Proposed +issue date

Monday November 30, 2020



Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HEALTHIA LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ABN

Registration Number

85626087223

1.3 ASX issuer code

HLA

1.4 The announcement is

New announcement

1.5 Date of this announcement

Friday October 30, 2020

1.6 The Proposed issue is:

An accelerated offer

A placement or other type of issue

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

HLA : ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

HLA : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

Yes



The quantity of additional +securities to be issued	For a given quantity of +securities held
1	4

What will be done with fractional entitlements?	Maximum number of +securities proposed to be issued (subject to rounding)
Fractions rounded up to the next whole number	16,076,368

Offer price details for retail security holders

Has the offer price for the retail offer been determined?
 Yes

In what currency will the offer be made?	What is the offer price per +security for the retail offer?
AUD - Australian Dollar	AUD 0.95000

Offer price details for institutional security holders

Has the offer price for the institutional offer been determined?
 Yes

In what currency will the offer be made?	What is the offer price per +security for the institutional offer?
AUD - Australian Dollar	AUD 0.95000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?
 Yes

Describe the limits on over-subscription

Security holders eligible to participate in the Retail Entitlement Offer, who take up their Entitlement in full, will have the opportunity to apply for an additional number of New Shares up to 50% in excess of their Entitlement.

Will a scale back be applied if the offer is over-subscribed?
 Yes

Describe the scale back arrangements

Healthia retains the flexibility to scale back applications for additional New Shares at its discretion.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?
 Yes



Part 3D - Timetable

3D.1a First day of trading halt

Friday October 30, 2020

3D.1b Announcement date of accelerated offer

Friday October 30, 2020

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Tuesday November 3, 2020

3D.5 Date offer will be made to eligible institutional +security holders

Friday October 30, 2020

3D.6 Application closing date for institutional +security holders

Friday October 30, 2020

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

Tuesday November 3, 2020

3D.9 +Record date

Tuesday November 3, 2020

3D.10a Settlement date of new +securities issued under institutional entitlement offer

Monday November 9, 2020

3D.10b +Issue date for institutional +security holders

Tuesday November 10, 2020

3D.10c Normal trading of new +securities issued under institutional entitlement offer

Tuesday November 10, 2020

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Friday November 6, 2020

3D.12 Offer closing date for retail +security holders

Tuesday November 17, 2020

3D.13 Last day to extend retail offer close date

Thursday November 12, 2020

3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Thursday November 19, 2020



3D.19 +Issue date for retail +security holders

Tuesday November 24, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited ACN 075 071 466

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

3.5% of the gross proceeds of the Institutional Offer Entitlement.

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Canaccord Genuity (Australia) Limited ACN 075 071 466

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Institutional Entitlement Offer is fully underwritten.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

As set out in 3E.1b

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Refer to the Investor Presentation summary. This includes a summary of the significant events that could lead to the underwriting being terminated.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

Yes

3E.2e (i) What is the name of that party?

Willeese Pty Ltd ACN 115 696 467 ATF Wilson Family Trust (being a related entity of non-executive Director Paul Wilson)

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

\$750,000 of the Institutional Entitlement Offer.

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

1% of the sub-underwritten amount

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No



3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Not applicable

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The proceeds of the Entitlement Offer will be used to fund part of the purchase price for the acquisition by HLA of the Optical Company Pty Ltd, transaction costs, integration and capital raising costs and to provide balance sheet flexibility

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Refer to International Selling Restrictions in slides 50-52 of the Investor Presentation.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

The Retail Entitlement Offer will be made available to nominees or custodians with a registered address in Australia or New Zealand who are registered as the holder of Shares at 7pm (Sydney time) on Tuesday 3 November 2020 and who hold those Shares on behalf of underlying beneficial holders who reside in Australia or New Zealand.

3F.6 URL on the entity's website where investors can download information about the proposed issue

healthia.com.au

3F.7 Any other information the entity wishes to provide about the proposed issue

Not applicable

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

No



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

HLA : ORDINARY FULLY PAID

Number of +securities proposed to be issued

9,400,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Part consideration for the Purchase Price paid to the Vendors as set out in the Investor Presentation slide 26

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities



Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

Monday November 30, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

9,400,000 fully paid ordinary shares (Escrowed Shares).

The Escrowed Shares will be held in voluntary escrow as follows:

⌘ 4,333,400 shares for up to 6 months

⌘ 5,066,600 shares for up to 24 months

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No



7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue