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## ASX RELEASE

27 November 2020

### **Oneview Healthcare Plc announces the despatch of the notification to ineligible securityholders**

Oneview Healthcare Plc (**ASX code: ONE**) (**Oneview or Company**), advises that the attached letter to ineligible securityholders in relation to the 1 for 1 non-accelerated pro rata non-renounceable entitlement offer (**Entitlement Offer**) has now been despatched to securityholders who are not eligible to participate in the Entitlement Offer (**Ineligible Shareholders**).

#### **Investor enquiries**

If you have any questions in relation to any of the above matters, please contact the Oneview Securityholder Information Line on 1300 855 080 (within Australia) or +61 3 9415 4000 (outside Australia) from 8.30am to 5.00pm (AEDT), Monday to Friday. For other questions, you should consult your broker, solicitor, accountant, financial adviser or other professional adviser.

#### **Authorised by the board of directors of the Company**

James Fitter, CEO, Oneview Healthcare - [jfitter@oneviewhealthcare.com](mailto:jfitter@oneviewhealthcare.com)  
Niall O'Neill, Chief Strategy & Product Officer, Oneview Healthcare - [noneill@oneviewhealthcare.com](mailto:noneill@oneviewhealthcare.com)

**About Oneview Healthcare PLC:** For healthcare systems who lead on exemplary care, Oneview Healthcare ([www.oneviewhealthcare.com](http://www.oneviewhealthcare.com)) provides digital tools for patients, families and caregivers to improve the care experience. Unifying a facility's systems, content and services into one digital Care Experience Platform at the point of care, Oneview helps providers to measure and improve experience, optimize patient flow, deliver virtual care and enable patients and families with dedicated touch and TV devices. Oneview has partnered with leading healthcare systems in the US, Australia, the Middle East and Asia to unify the care experience.  
Website : [www.oneviewhealthcare.com](http://www.oneviewhealthcare.com)

#### **Important Notice**

This announcement is issued by Oneview Healthcare Plc. This announcement is not a prospectus or offering document under Australian law or under any other law. It is for information purposes only and does not constitute an offer, invitation, solicitation, advice or recommendation to subscribe for, retain or purchase any entitlements or securities in Oneview Healthcare Plc in any jurisdiction. This announcement does not constitute financial product advice and does not and will not form any part of any contract for the acquisition of entitlements or Oneview Healthcare Plc CHESS depositary interests over fully paid ordinary shares.

**Directors** M Kaminski (Chairman) | L Berkowitz | J Fitter | J Rooney



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This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States and may not be distributed or released in the United States or any jurisdiction in which, or to any person to whom, such an offer would be illegal. The New CDIs to be offered and sold under the Entitlement Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (U.S. Securities Act), or under the securities laws of any state or other jurisdiction of the United States. Accordingly, the New CDIs may not be offered or sold, directly or indirectly, in the United States except in compliance with the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States (which Oneview has no obligation or intention to do or procure) or pursuant to an exemption from, or in a transaction exempt from or not subject to, such registration requirements and any other applicable securities laws. There will be no public offer of securities (including the New CDIs) in the United States.

**Directors** M Kaminski (Chairman) | L Berkowitz | J Fitter | J Rooney

**Oneview Healthcare plc**

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27 November 2020

Dear Securityholder,

**PRO-RATA NON- ACCELERATED AND NON-RENOUNCEABLE ENTITLEMENT OFFER –  
NOTIFICATION TO INELIGIBLE SECURITYHOLDERS**

On Wednesday, 18 November 2020, Oneview Healthcare PLC (**Oneview** or **ONE**) announced that it was conducting a ~A\$8.75 million capital raising, comprising a ~A\$1.75 million placement (**Placement**) and a non-accelerated and non-renounceable entitlement offer (**Entitlement Offer**, together with the Placement the **Offer**) of ~ A\$7 million in new CHESS depositary interests over fully paid ordinary shares in Oneview (**New CDIs**) on a 1 for 1 basis to Eligible Securityholders, at an offer price of A\$0.04 per New CDI (**Offer Price**).

Proceeds of the Offer will be used to accelerate cloud development of Oneview's Care Experience Platform, invest in sales and marketing across the US and Australia and provide working capital to strengthen the Company's balance sheet to support growth.

This is a letter to inform you that you are not an Eligible Securityholder for the purposes of the Entitlement Offer. This letter is not an offer to issue New CDIs to you, nor an invitation to apply for New CDIs. **You are not required to do anything in response to this letter but there may be financial implications for you as a result of the Entitlement Offer and Placement that you should be aware of.**

**Details of the Entitlement Offer**

The Entitlement Offer is being made by way of an offer document in accordance with section 708AA of the Corporations Act 2001 (Cth) (the **Corporations Act**) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73), meaning that no prospectus needs to be prepared.

The Entitlement Offer is lead managed and underwritten by Bell Potter Securities Limited (**Bell Potter** or **Underwriter**).

Documents relating to the Entitlement Offer, including an offer booklet, were lodged with the ASX today and are being mailed to Eligible Securityholders.

The Entitlement Offer is being made to Eligible Securityholders on the basis of 1 New CDI for every 1 existing CDI held at 7.00pm (AEST) on Monday, 23 November 2020 (**Record Date**). Eligible Securityholders who take up their full entitlement under the Entitlement Offer may also apply for additional New CDIs in excess of their entitlement up to a maximum of 25% of their entitlement as at the Record Date at the Offer Price.

**Eligibility Criteria**

Securityholders who are eligible to participate in the Entitlement Offer (**Eligible Securityholders**) are those persons who:

- (a) are registered as a holder of Oneview CDIs as at the Record Date, being 7.00pm on Monday, 23 November 2020; and
- (b) have a registered address on the Oneview CDI register in Australia, New Zealand or Ireland (or, for an institutional securityholder, any other permitted jurisdiction and to whom ASX Listing

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Rule 7.7.1(a) does not otherwise apply) or potentially other certain jurisdictions nominated by Oneview and in compliance with local securities law; or

- (c) are an institutional securityholder with a registered address on the Oneview CDI register in a Permitted Jurisdiction (as defined below); and
- (d) are not in the United States and are not acting for the account or benefit of a person in the United States (to the extent you hold Oneview CDIs for the account or benefit of such person in the United States, you will not be eligible to participate on behalf of such person);
- (e) if in the United States, are a director of the Company and a Securityholder as at the date of the Underwriting Agreement and as at the Record Date, and Oneview has determined they are an Accredited Investor and expressly approved their participation in the Entitlement Offer; and
- (f) are eligible under all applicable securities laws to receive an offer under the Entitlement Offer.

Oneview has determined, pursuant to section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(a), that it would be unreasonable to make offers to securityholders in all countries outside Australia, New Zealand and Ireland in connection with the Entitlement Offer or in relation to institutional securityholders, outside of Guernsey, Hong Kong, Jersey, Singapore, United Arab Emirates and the United Kingdom (**Permitted Jurisdictions**). This is due to the legal and regulatory requirements in countries other than those listed above and the potential costs to Oneview of complying with these requirements, compared with the relatively small number of securityholders in those countries, the relatively small number of existing Oneview CDIs they hold and the relatively low value of New CDIs to which those securityholders would otherwise be entitled to subscribe for.

Determination of eligibility of investors for the purposes of the Entitlement Offer is determined by Oneview with reference to a number of matters. Oneview, the Underwriter and each of their affiliates and related bodies corporate and each of their respective directors, officers, partners, employees, advisers and agents disclaim any liability in respect of any determination as to eligibility, to the maximum extent permitted by law.

Unfortunately, according to our records, you do not satisfy the eligibility criteria for an Eligible Securityholder as stated above. Accordingly, in compliance with ASX Listing Rule 7.7.1(b) and section 9A(3) of the Corporations Act, Oneview wishes to advise you that it will not be extending the Entitlement Offer to you and you will not be able to subscribe for New CDIs under the Entitlement Offer. You will not be sent the documents relating to the Entitlement Offer or be able to subscribe for New CDIs under the Entitlement Offer.

Notwithstanding the above, Oneview may agree to extend the Entitlement Offer to certain institutional securityholders in foreign jurisdictions.

### **Non-renounceable offer**

As the Entitlement Offer is non-renounceable, you will not receive any payment or value for entitlements in respect of any New CDIs that would have been offered to you if you were eligible. Entitlements are not tradeable on ASX or otherwise transferrable.

Rights to subscribe for New CDIs under the Entitlement Offer that would have been issued to Ineligible Securityholders will be sold and any net proceeds of the sale remitted to those Ineligible Securityholders. As the Entitlement Offer is non-renounceable, the net proceeds are expected to be nil.

### **Questions**

If you have any questions in relation to any of the above matters, please contact the Oneview Securityholder Information Line on 1300 855 080 (within Australia) or +61 3 9415 4000 (outside

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Australia) from 8.30am to 5.00pm (AEDT), Monday to Friday. For other questions, you should consult your broker, solicitor, accountant, financial adviser or other professional adviser.

On behalf of Oneview, we regret that you are not eligible to participate in the Entitlement Offer and thank you for your continued support.

Yours sincerely,

Helena D'Arcy  
Interim Chief Financial Officer and Company Secretary  
Oneview Healthcare PLC

#### **IMPORTANT INFORMATION**

This letter is issued by Oneview. This letter is not a prospectus or offering document under Australian law or under any other law and has not been and will not be filed or lodged with or approved by the Australian Securities and Investments Commission (ASIC) or any other regulatory authority in Australia or any other jurisdiction. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New CDIs in any jurisdiction outside Australia, New Zealand and Ireland. This letter is for information purposes only and does not constitute an offer, invitation, solicitation, advice or recommendation to subscribe for, retain or purchase any entitlements or securities in Oneview in any jurisdiction. This letter does not constitute financial product advice and does not and will not form any part of any contract for the acquisition of entitlements or Oneview CDIs.

#### **NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

This letter does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or to any person who is acting for the account or benefit of any person in the United States (to the extent such person holds Oneview CDIs and is acting for the account or benefit of a person in the United States), or in any other jurisdiction in which such an offer would be illegal. The Entitlements and New CDIs (including any Additional New CDIs) have not been, nor will be, registered under the U.S. Securities Act of 1933 as amended (**U.S. Securities Act**) or the securities laws of any state or other jurisdiction of the United States. The Entitlements may not be issued to, taken up by or exercised by, and the New CDIs (including any Additional New CDIs) may not be offered or sold to, any person in the United States or any person acting for the account or benefit of a person in the United States (to the extent that person holds Oneview CDIs and is acting for the account or benefit of a person in the United States), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

#### **IMPORTANT NOTICE TO NOMINEES AND CUSTODIANS**

Because of legal restrictions, you must not send copies of this letter nor any material relating to the Offer to any person in the United States or participate in the Entitlement Offer on behalf of any person in the United States or any person who is acting for the account or benefit of a person in the United States (to the extent such person holds Oneview CDIs and is acting for the account or benefit of a person in the United States) or any person in any other jurisdiction outside of Australia, New Zealand and Ireland. Failure to comply with these restrictions may result in violations of applicable securities laws.