IMPRESSION HEALTHCARE LIMITED
ABN 93 096 635 246
(and controlled entities)

HALF-YEAR INFORMATION
FOR THE SIX MONTHS ENDED 31 DECEMBER 2018

PROVIDED TO THE ASX UNDER LISTING RULE 4.2A.3

Appendix 4D
Half Year Report for the six months to 31 December 2018

IMPRESSION HEALTHCARE LIMITED
ABN 93 096 635 246

1. Reporting period

Report for the half year ended:	31 December 2018
Previous corresponding periods:	Financial year ended 30 June 2018 Half-year ended 31 December 2017

2. Results for announcement to the market

Description	31-Dec-17	31-Dec-18	Change
Item 2.1 - Revenue from ordinary activities	$254,220	$408,954	Up 61%
Item 2.2 - Profit/(Loss) from ordinary activities	-$1,208,846	-$1,297,138	Down 7.3%
Item 2.3 - Net Profit/(Loss) attributable to members	-$1,208,846	-$1,297,138	Down 7.3%

Item 2.4 – Dividends – no dividends for the period have been paid or declared (FY18: nil)

3. **Net tangible asset value:** +0.05cps (30-Jun-2018: -0.16cps)

4. **Details of entities over which control has been gained or lost during the period:** During the period the Company established a 100% subsidiary (IHL Medican International Pty Ltd) to undertake its medical cannabis activities.

5. **Dividends:** No dividends have been declared of paid during the period

6. **Details of dividend or distribution reinvestment plans in operation are described below:** Nil

7. **Details of associates and joint venture entities:** Nil

8. **The financial information provided in this Appendix 4D is based on the half-year condensed financial report which accompanies this report.**

9. **The financial report has been independently reviewed and is not subject to any qualified independent review statement.**

Impression Healthcare Limited

ABN 93 096 635 246

Interim Financial Report

for the half-year ended 31 December 2018

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CORPORATE DIRECTORY

BOARD OF DIRECTORS

Troy Valentine – Non-executive Chairman
Peter Widdows – Non-executive Director
Alistair Blake – Executive Director

COMPANY SECRETARY

Glenn Fowles

PRINCIPAL & REGISTERED OFFICE

13 Central Avenue, Moorabbin VIC 3187

AUDITORS

HLB Mann Judd
Level 4, 130 Stirling Street, Perth WA 6000

SHARE REGISTRY

Security Transfer Registrars
770 Canning Highway, Applecross WA 6153

LAWYERS

Minter Ellison
Level 23, 525 Collins Street, Melbourne VIC 3000

Winter Romaldi Parhas
Level 9, Reserve Bank Building, 182 Victoria Square, Adelaide SA 5000

BANKERS

Commonwealth Bank of Australia
Westpac Banking Group

SECURITIES EXCHANGE LISTING

Australian Securities Exchange
Level 4, North Tower Rialto, 525 Collins Street, Melbourne VIC 3000

DIRECTORS' REPORT

Your directors submit the interim financial report of the consolidated entity, comprising Impression Healthcare Limited (the "Company" or "IHL") and its controlled entity (collectively the "Group") for the half-year ended 31 December 2018. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

DIRECTORS

The names of directors who held office during or since the end of the interim period and until the date of this report are noted below. All directors were in office for the entire period.

- Troy Valentine
- Peter Widdows
- Alistair Blake

PRINCIPAL ACTIVITIES

The Group continued its principal activities as manufacturer and distributor of professionally made home-impression custom-fit dental devices.

REVIEW OF OPERATIONS

Results

The consolidated loss for the half-year after tax was $1,297,138 (2017: loss of $1,208,846). Sales increased from the corresponding period by 61%.

During this period, the Group also embarked on activities to import and develop medicinal cannabis products for the Australian, New Zealand, Canadian and USA markets through strategic partnerships entered into, key supply-chain collaboration agreements and seeking of regulatory approvals. The costs reported for this new business development were $307,021.

The Group also commenced the consolidation of its operating activities by closing its Adelaide office and transferring those activities to Melbourne. This consolidation process included redundancy and other closure related expenses of approximately $80,000 and this program will be completed in Q1 of 2019 when the Adelaide lease arrangements complete.

Capital Management

The Group raised $2,012,064 in new capital (before costs) during the period through the issue of new shares and options in order to engage in additional sales and marketing activities and meet working capital requirements – refer to note 7 for further detail.

The Group also repaid debt of $100,000 through the redemption of convertible notes.

Other than the above items, and in the period between the end of the half-year and the date of this report there has not arisen any other item, transaction or event of a material or unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years.

AUDITOR'S INDEPENDENCE DECLARATION

Section 307C of the Corporations Act 2001 requires our auditors, HLB Mann Judd, to provide the directors of the Company with an Independence Declaration in relation to the review of the interim financial report. This Independence Declaration is set out on the next page and forms part of this Directors' Report for the half-year ended 31 December 2018.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to s306(3) of the Corporations Act 2001.

Troy Valentine
Non-Executive Chairman
Melbourne
26 February 2019

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the consolidated financial report of Impression Healthcare Limited for the half-year ended 31 December 2018, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) any applicable code of professional conduct in relation to the review.

Perth, Western Australia	**N G Neill**
26 February 2019	**Partner**

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CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 December 2018

	Note	Consolidated 31 December 2018 $	Consolidated 31 December 2017 $
Sales		408,954	254,220
Cost of sales		(270,488)	(175,860)
		138,466	78,360
Other income		3,428	15,013
Administration expenses		(256,796)	(285,288)
Advertising and promotion		(263,873)	(470,671)
Compliance, legal and regulatory		(49,923)	(108,179)
Depreciation and amortisation expense		(20,612)	(39,479)
Finance costs		(80,978)	(3,521)
New business development costs	2	(307,021)	-
Share based payment expense		(47,854)	(68,805)
Occupancy expenses		(86,076)	(95,169)
Salaries and employee benefit expense		(477,152)	(494,386)
Loss before income tax expense		**(1,448,391)**	**(1,472,125)**
Income tax benefit (R&D tax incentive)		151,253	263,279
Net loss for the period		**(1,297,138)**	**(1,208,846)**
Other comprehensive income		-	-
Total comprehensive loss for the period		**(1,297,138)**	**(1,208,846)**
Total comprehensive loss attributable to owners of the parent		**(1,297,138)**	**(1,208,846)**
Basic loss per share (cents per share)	4	(0.37)	(0.66)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 December 2018

	Note	Consolidated 31 December 2018 $	30 June 2018 $
Assets			
Current assets			
Cash and cash equivalents		321,886	228,406
Trade and other receivables		184,797	54,103
Other financial assets		77,503	33,533
Inventory		155,727	223,071
Total current assets		**739,913**	**539,113**
Non-current assets			
Intangible assets	6	60,222	71,066
Property, plant and equipment		87,910	97,678
Total non-current assets		**148,132**	**168,744**
Total assets		**888,045**	**707,857**
Liabilities			
Current liabilities			
Trade and other payables		435,301	709,967
Borrowings		100,000	200,000
Other current liabilities		35,736	181,208
Total current liabilities		**571,037**	**1,091,175**
Total liabilities		**571,037**	**1,091,175**
Net assets/(liabilities)		**317,008**	**(383,318)**
Equity			
Issued capital	7	26,216,988	24,410,905
Reserves		420,106	228,725
Accumulated losses		(26,320,086)	(25,022,948)
Total equity/(Net deficiency)		**317,008**	**(383,318)**

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE HALF-YEAR ENDED 31 December 2018

	Consolidated	
	31 December 2018 $	**31 December 2017 $**
Cash flows from operating activities		
Receipts from customers	406,896	253,549
Payment to suppliers and employees	(1,658,152)	(1,858,666)
Interest and other income received	3,428	15,013
Research and development tax refund	-	263,279
Net cash provided by / (used in) operating activities	**(1,247,828)**	**(1,326,825)**
Cash flows from financing activities		
Proceeds of new shares issued	1,516,536	1,793,206
Share issue costs paid	(75,228)	(107,570)
Proceeds/(Repayments of convertible notes)	(100,000)	(200,000)
Net cash provided by / (used in) financing activities	**1,341,308**	**1,485,636**
Net increase in cash and cash equivalents	93,480	158,811
Cash and cash equivalents: beginning of the period	228,406	506,911
Cash and cash equivalents: end of the period	**321,886**	**665,722**

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 December 2018

Consolidated	**Issued Capital $**	**Option Premium Reserve $**	**Accumulated Losses $**	**Total Equity $**
Balance at 1 July 2017	21,740,790	165,325	(22,074,957)	(168,842)
Comprehensive loss	-	-	(1,208,846)	(1,208,846)
Placement shares issued	453,393	-	-	453,393
Shares issued pursuant to rights issue prospectus	1,345,219	63,400	-	1,408,619
Share issue costs	(107,570)	-	-	(107,570)
Balance at 31 December 2017	**23,431,832**	**228,725**	**(23,214,998)**	**376,754**

Consolidated	**Issued Capital $**	**Option Premium Reserve $**	**Accumulated Losses $**	**Total Equity $**
Balance at 1 July 2018	24,410,905	228,725	(25,022,948)	(383,318)
Comprehensive loss	-	-	(1,297,138)	(1,297,138)
Placement shares issued	1,276,343	-	-	1,276,343
Options granted	-	191,381	-	191,381
Shares issued pursuant to rights issue prospectus	735,721	-	-	735,721
Share issue costs	(205,981)	-	-	(205,981)
Balance at 31 December 2018	**26,216,988**	**420,106**	**(26,320,086)**	**317,008**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 December 2018

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The condensed interim consolidated financial statements (the interim financial statements) are general purpose interim financial statements and have been have prepared in accordance with the requirements of the Corporations Act 2001, applicable accounting standards including AASB 134 Interim Financial Reporting, Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB'). Compliance with AASB 134 ensures compliance with IAS 34 'Interim Financial Reporting'.

The interim financial statements comprise the condensed interim financial statements for the Group. For the purposes of preparing the interim financial statements, the Company is a for-profit entity.

The interim financial statements do not include full disclosures of the type normally included in the full financial report. Therefore, it cannot be expected to provide as full an understanding of the financial performance, financial position and cash flows of the Group as in the full financial report. It is recommended interim financial statements be read in conjunction with the full financial report for the year ended 30 June 2018 and any public announcements made by Impression Healthcare Limited and its subsidiaries during the half-year in accordance with continuous disclosure requirements arising under the Corporations Act 2001 and the ASX Listing Rules.

The accounting policies and methods of computation adopted are consistent with those of the previous financial year and corresponding half-year except for the impact of the new standards and interpretations effective 1 July 2018 as outlined below. These accounting policies are consistent with Australian Accounting Standards and with International Financial Reporting Standards. To ensure comparability with current year disclosures, some presentation changes have been made to comparative information.

The interim financial statements have been prepared on a historical cost basis, except for the revaluation of certain financial instruments to fair value. Cost is based on the fair value of the consideration given in exchange for assets.

The company is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise noted.

For the purpose of preparing the interim financial statements, the half-year has been treated as a discrete reporting period.

(b) Adoption of new and revised standards

Standards and Interpretations applicable to 31 December 2018

In the period ended 31 December 2018, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current annual reporting period beginning on 1 July 2018. As a result of this review, the Group has initially applied AASB 9 and AASB 15 and the Directors have determined that there is no material impact of the application of these new standards and no material change is necessary to Group accounting policies or comparative results.

AASB9 Financial Instruments

AASB 9 replaces AASB 139 *Financial Instruments: Recognition and Measurement* and makes changes to a number of areas including classification of financial instruments, measurement, impairment of financial assets and hedge accounting model.

Financial instruments are classified as either held at amortised cost (if the business model concept can be satisfied), otherwise at fair value.

The AASB 9 impairment model is based on expected loss at day 1 rather than needing evidence of an incurred loss, this is likely to cause earlier recognition of bad debt expenses. Most financial instruments held at fair value are exempt from impairment testing.
The Group has applied AASB 9 retrospectively with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018 and has elected not to restate comparative information Accordingly, the information presented for 31 December 2017 and 30 June 2018 has not been restated.

There is no material impact to profit or loss or net assets on the adoption of this new standard in the current or comparative years.

AASB 15 Revenue from contracts with Customers

AASB 15 replaces AASB 118 *Revenue* and AASB 111 *Construction Contract*s and related interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards.

AASB 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised, including in respect of multiple element arrangements. The core principle of AASB 15 is that it requires identification of discrete performance obligations within a transaction and associated transaction price allocation to these obligations. Revenue is recognised upon satisfaction of these performance obligations, which occur when control of goods or services is transferred, rather than on transfer of risks or rewards. Revenue received for a contract that includes a variable amount is subject to revised conditions for recognition, whereby it must be highly probable that no significant reversal of the variable component may occur when the uncertainties around its measurement are removed.

The Group has adopted AASB 15 using the modified retrospective method of adoption with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018. Accordingly, the information presented for 31 December 2017 and 30 June 2018 has not been restated. The effect of the application of AASB 15 has been applied to only those contracts that are not completed at the date of application. Where the effect is material, an adjustment has been recognised in the statement of changes in equity for the six months ended 31 December 2018.

Sale of goods and refund policy

The Group is in the business of providing sale of dental devices. Each device is sold on its own with each sale representing a separate contract with each customer. Each device is subject to a money back guarantee for seven (7) days after delivery of the device.
Prior to applying AASB15, each sale was recognised at the time the order was placed by the customer with a corresponding liability recorded to represent the cost to complete that sale.
Recognition of the sale under AASB15 occurs seven (7) days after the dental device is delivered to the customer, or three months after the date the order is placed – whichever occurs first.
There is no material impact to profit or loss or net assets on the adoption of this new standard in the current or comparative years.

Standards and Interpretations in issue not yet adopted

The Directors have also reviewed all Standards and Interpretations in issue not yet adopted for the period ended 31 December 2018. As a result of this review the Directors have determined that there is no material impact of the Standards and Interpretations in issue not yet adopted on the Company and, therefore, no change is necessary to Group accounting policies.

AASB 16 Leases

AASB 16 replaces the current AASB 117 Leases standard. AASB 16 removes the classification of leases as either operating leases or finance leases- for the lessee - effectively treating all leases as finance leases. Most leases will be capitalised on the balance sheet by recognising a 'right-of-use' asset and a lease liability for the present value obligation. This will result in an increase in the recognised assets and liabilities in the statement of financial position as well as a change in expense recognition, with interest and deprecation replacing operating lease expense.

Lessor accounting remains similar to current practice, i.e. lessors continue to classify leases as finance and operating leases.

(c) Statement of compliance

The interim financial statements were authorised for issue on 26 February 2019.

The interim financial statements comply with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the interim financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

(d) Significant accounting estimates and judgements

The preparation of the interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

The judgements, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 30 June 2018 except for the impact of the new standards and interpretations effective 1 July 2018 as outlined in note 1(b) above.

(e) Going concern

These financial statements have been prepared on a going concern basis which assumes the Group realising its assets and extinguishing its liabilities in the normal course of business. The Directors acknowledge that stakeholders may be concerned regarding the ability of the Group to continue as a going concern due to the Group having incurred a net loss during the six-month period ended 31 December 2018 of $1,297,138 (2017: $1,208,846).

The Directors believe there are reasonable grounds to believe that the Group will be able to continue as a going concern after consideration of the following factors:

- the Group held cash and cash equivalents of $321,886 as at 31 December 2018 and subsequent to 31 December 2018 has completed a successful capital raising of an additional $735,000 (before costs);
- the Directors remain committed to the long-term business plan that is contributing to improved results as the business units progress;
- the budgets and forecasts reviewed by the Directors for the next twelve months anticipate the business will continue to produce improved results; and
- the Group is able to access various capital raising mechanisms within a relatively short time frame from existing shareholders of the Group and potential new shareholders, due to its improved performance and traction over the years and the demonstrated ability to raise new capital over recent years as and when required.

The Directors believe that the above indicators demonstrate that the Group will be able to pay its debts as and when they become due and payable and to continue as a going concern. Accordingly, the Directors also believe that it is appropriate to adopt the going concern basis in the preparation of the financial statements. Should the Group not be successful in generating sufficient funds from the above initiatives, there will exist a material uncertainty that may cast significant doubt on the ability of the Group to continue as a going concern and, therefore, whether it will be able to realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

NOTE 2: SEGMENT REPORTING

AASB 8 Operating Segments requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Maker in order to allocate resources to the segment and to assess its performance.

The Group's operating segments have been determined with reference to the monthly management accounts used by the Chief Operating Decision maker to make decisions regarding the Group's operations and allocation of working capital. Due to the size and nature of the Group, the Board as a whole has been determined as the Chief Operating Decision Maker.

Based on the quantitative thresholds included in AASB 8, for the current reporting period, the Group now has two reportable segments, being (1) production and distribution of dental devices; & (2) distribution of medicinal cannabis products, and currently one geographical segment, namely Australia.

The revenues and results of these segments of the Group as a whole are set out in the condensed statement of comprehensive income and the assets and liabilities of the Group as a whole are set out in the condensed statement of financial position. A summary of revenue and expenses for the period and assets and liabilities at the end of the period for each segment is shown below:

	6 months to 31 December 2018			**6 months to 31 December 2017**		
	Dental Devices	Medicinal Cannabis	Total	Dental Devices	Medicinal Cannabis	Total
Sales revenue	408,954	-	408,954	254,220	-	254,220
Cost of sales	(270,488)	-	(270,488)	(175,860)	-	(175,860)
Other revenue	3,428	-	3,428	15,013	-	15,013
Expenses	(1,132,011)	(307,021)	(1,439,032)	(1,302,219)	-	(1,302,219)
Loss before tax	**(990,117)**	**(307,021)**	**(1,297,138)**	**(1,208,846)**	**-**	**(1,208,846)**
Segment assets	**888,045**	**-**	**888,045**	**707,857**	**-**	**707,857**
Segment liabilities	**(571,037)**	**-**	**(571,037)**	**(1,091,175)**	**-**	**(1,091,175)**

NOTE 3: REVENUE FROM CONTRACTS WITH CUSTOMERS

The Group derives its revenue from the sale of dental devices, either directly to customers through on-line sales, or from contracts with dentists.
This is consistent with the revenue information that is disclosed for each reportable segment under AASB 8 (see note 2).

	31 December 2018	**31 December 2017**
On-line sales direct to customers	391,444	237,753
Sales to dentists	17,510	16,467
Total sales revenue	**408,954**	**254,220**

NOTE 4: LOSS PER SHARE

Basic loss per share has been calculated using the loss attributable to shareholders of the Parent Company and the weighted average number of ordinary shares on issue.

	31 December 2018	**31 December 2017**
Weighted average number of shares	351,930,480	183,585,062

NOTE 5: DIVIDENDS

No dividend for the period has been declared or paid (2017: nil)

NOTE 6: INTANGIBLE ASSETS

Intangible assets consist of registered patents, trademarks and intellectual property.

	31 December 2018	**30 June 2018**
Carrying value at the beginning of period	71,066	116,731
Amortisation	(10,844)	(45,665)
Carrying value at the end of the period	**60,222**	**71,066**

NOTE 7: ISSUED CAPITAL

Movement in:	Issued Capital ($)	Number of securities: Ordinary Shares	Performance Shares	Performance Rights	$0.120 Dec18 Options	$0.128 Dec-18 Options	$0.040 Sep-20 Options
As at 01 July 2017	**21,740,790**	**155,922,734**	**40,000,004**	**2,205,063**	**29,016,857**	**1,171,879**	**-**
Rights issues	1,345,219	67,242,414	-	-	-	-	-
Other securities issued	1,514,730	65,123,100	-	-	-	-	-
Share issue costs	(189,834)	-	-	-	-	-	-
Options granted	-	-	-	-	-	-	126,570,156
Options exercised	-	-		-	-	-	-
As at 30 June 2018	**24,410,905**	**288,288,248**	**40,000,004**	**2,205,063**	**29,016,857**	**1,171,879**	**126,570,156**
Rights issues	735,721	73,572,062	-	-		-	-
Other securities issued	1,276,343	108,334,312	-	49,000,000	-	-	-
Share issue costs	(205,981)	-	-	-	-	-	-
Options granted	-	-	-	-	-	-	128,890,572
Options exercised	-	-	-	-	-	-	-
Lapsed/expired	-	-	-	(1,470,042)	(29,016,857)	(1,171,879)	
As at 31 December 2018	**26,216,988**	**470,194,622**	**40,000,004**	**49,735,021**	**-**	**-**	**255,460,728**

NOTE 8: CONTINGENCIES

There has been no change in contingent liabilities since the last annual reporting date.

NOTE 9: FINANCIAL INSTRUMENTS

The Group has a number of financial instruments which are not measured at fair value in the statement of financial position.

The Directors consider that the carrying amounts of current receivables, current payables and current borrowings are considered to be a reasonable approximation their fair values.

NOTE 10: RELATED PARTY DISCLOSURES

Directors' holdings in securities

31 December 2018	**Options**	**Performance Shares and Rights**	**Ordinary Shares**
Alistair Blake	3,855,184	17,805,310#	19,223,182
Peter Widdows	3,300,000	2,500,000#	8,300,000
Troy Valentine	41,873,607	1,858,408#	19,234,248

31 December 2017	**Options**	**Performance Shares**	**Ordinary Shares**
Alistair Blake	555,184	13,805,310#	15,888,182
Troy Valentine	37,462,149	1,858,408#	19,234,248
Adam Wellisch	-	-	-
Matthew Weston	-	2,205,063*	-

Performance Shares convert on one-for-one basis on achievement of sales targets – refer to 30 June 2018 financial statements for further details.

* Performance Rights convert on a one-for one basis on achievement of sales targets or EBITDA hurdles – refer to 30 June 2018 financial statements for further details.

NOTE 11: SIGNIFICANT EVENTS AFTER BALANCE DATE

On 30 January 2019, the Company completed the placement of shares (approved at the Company's Annual General Meeting on 22 November 2018) raising of $735,000 (before costs) from the issue of 73,500,000. These funds will be used predominantly for the purposes of accelerating sales and marketing of its products along with meeting immediate working capital requirements.

There has not been any other matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial periods.

DIRECTORS' DECLARATION

In the opinion of the directors of Impression Healthcare Limited ('the Company'):

1. The attached financial statements and notes thereto are in accordance with the Corporations Act 2001 including:

    a. complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

    b. giving a true and fair view of the consolidated entity's financial position as at 31 December 2018 and of its performance for the half-year then ended; and

2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s.303(5) of the Corporations Act 2001.

Troy Valentine
Non-executive Chairman
Melbourne

26 February 2019

HLB MANN JUDD
ADVISORY AND ACCOUNTING

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Impression Healthcare Limited

Report on the Interim Financial Report

Conclusion

We have reviewed the accompanying interim financial report of Impression Healthcare Limited ("the Group") which comprises the condensed consolidated statement of financial position as at 31 December 2018, the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory notes, and the directors' declaration, for the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the interim financial report of Impression Healthcare Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2018 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Emphasis of matter - material uncertainty related to going concern

We draw attention to Note 1 in the interim/half-year financial report, which indicates that a material uncertainty exists that may cast significant doubt on the entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Directors' responsibility for the interim financial report

The directors of the Group are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the interim financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the interim financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group financial position as at 31 December 2018 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the Group, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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HLB MANN JUDD
ADVISORY AND ACCOUNTING

A review of an interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

Perth, Western Australia
26 February 2019

Norman Glover

N G Neill
Partner