



## **Non-Renounceable Entitlement Offer Notification to Ineligible Shareholders**

On 15 November 2019, Wattle Health Australia Limited ACN 150 759 363 (ASX: WHA) ("**WHA**" or "**the Company**") announced a non-renounceable pro-rata entitlement issue of up to approximately 155,602,512 ordinary shares (**New Shares**) at an issue price of \$0.40 each (**2019 Rights Offer**) to raise up to approximately \$62.2 million.

The 2019 Rights Offer will be made to eligible shareholders on the basis of 4 New Shares for every 5 existing shares held at 7:00pm (AEDT) on Thursday, 21 November, 2019 (**Record Date**).

The 2019 Rights Offer is being made by WHA pursuant to a prospectus prepared pursuant to the Corporations Act 2001 (Cth) (**Act**) (**Offer Document**).

### **Eligibility criteria**

The restrictions upon eligibility under the Offer are in place because of legal limitations on making or extending an offer of securities in some countries.

The Company has determined, as permitted by law, that it would be unreasonable to make or extend the 2019 Rights Offer to shareholders in countries outside of Australia, having regard to the relatively small number of shareholders in those countries, the number and value of shares for which those shareholders would otherwise be entitled to subscribe for and the potential cost of complying with regulatory requirements in those countries.

Accordingly, in compliance with ASX Listing Rules and the Act, the Company wishes to advise you that it will not be extending the 2019 Rights Offer to you and you will not be able to apply for New Shares under the 2019 Rights Offer.

**"Eligible Retail Shareholders"** are those persons who:

- are registered holders of shares in the Company as at the Record Date;
- have a registered address in Australia; and
- are eligible under all applicable securities laws to receive an offer under the Offer.

Those Shareholders who are not Eligible Shareholders are "**Ineligible Shareholders**" and will not be able to subscribe for New Shares under the Offer.

**You are not required to do anything in response to this letter.**

This letter is to inform you that under the terms of the 2019 Rights Offer, you are an Ineligible Shareholder and therefore not eligible to subscribe for New Shares and no entitlements will be issued to you. This letter is not an offer to issue New Shares or entitlements to you, nor an invitation for you to apply for New Shares.

## Further information

If you have any questions, please call the G Company's share registry, Computershare Investor Services Pty Limited on 1300 850 505 or +61 (3) 9415 4000 (from outside Australia) at any time between 8.30am to 5.00pm (AEDT) Monday to Friday during the Offer period.

For other questions, you should contact your stockbroker, accountant, taxation advisor, financial advisor or other professional advisor.

On behalf of the Board of the Company, I thank you for your continued support as a shareholder.



Kobe Li  
**Company Secretary**  
**Wattle Health Australia Limited**

## Important Information

This letter is for information purposes only and does not constitute an offer, invitation or recommendation to subscribe for, retain or purchase any securities in the Company in any jurisdiction. This letter does not constitute financial product advice and does not and will not form part of any contract for the acquisition of shares in the Company.

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been made or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia. In particular, neither the entitlements nor the New Shares have been, or will be, registered under the U.S. Securities Act, as amended (the "**Securities Act**") or the securities laws of any state or other jurisdiction of the United States.

Accordingly, the Entitlements may not be exercised or taken up by, and the New Shares may not be offered or sold to, persons in the United States or persons who are acting for the account or benefit of persons in the United States unless they are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.

Certain statements made in this letter are forward-looking statements. These forward-looking statements are not historical facts but rather are based on the Company's current expectations, estimates and projections about the industry in which the Company operates, and beliefs and assumptions. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors, some of which are beyond the control of the Company, are difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. The Company cautions shareholders and prospective shareholders not to place undue reliance on these forward-looking statements, which reflect the view of the Company only as of the date of this letter. The forward-looking statements made in this letter relate only to events as of the date on which the statements are made.