Capital Raising

17 April 2020

CAPITOLHEALTH
LIMITED

IMPORTANT NOTICE AND DISCLAIMER

DISCLAIMER

This investor presentation dated 17 April 2020 (**Presentation**) has been prepared by Capitol Health Limited ACN 117 391 812 (**Company**). By attending an investor presentation or briefing, or accepting, accessing or reviewing this Presentation, you acknowledge and agree to be bound by the qualifications, limitations and disclaimers set out in this Presentation.

This Presentation has been prepared in relation to the Company's offer of:

- fully paid ordinary shares in the Company (**Shares**) to institutional investors and certain existing institutional shareholders under section 708A of the *Corporations Act 2001* (Cth) (**Corporations Act**) (**Placement**); and
- Shares to eligible shareholders of the Company in Australia and New Zealand under a share purchase plan in accordance with *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (**SPP**).

Summary Information

Statements and information in this Presentation are current only as at the date of this Presentation and the information in this Presentation remains subject to change without notice. The information contained in this Presentation is for information purposes only and is a summary only. It does not contain all information necessary to make an investment decision or that would be required in a prospectus or product disclosure statement prepared in accordance with the requirements of the Corporations Act. The information contained in this Presentation should be read in conjunction with the Company's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange (**ASX**), which are available on the Company's website and via the ASX's announcement platform at www.asx.com.au. The Company has no responsibility or obligation to inform you of any matter arising or coming to its notice, after the date of this Presentation, which may affect any matter referred to in this Presentation.

Not an offer or financial product advice

This Presentation is provided for information purposes only. This Presentation does not constitute an offer, invitation, solicitation or recommendation with respect to the purchase or sale of any security in the Company nor does it constitute financial product advice. Neither this Presentation nor anything contained in it forms the basis of any contract or commitment and no agreement to subscribe for securities will be entered into on the basis of this Presentation. This Presentation is not a prospectus, product disclosure statement or other offer document under Australian law or under any other law. This Presentation has not been filed, registered or approved by regulatory authorities in any jurisdiction.

The information contained in this Presentation is not intended to be relied upon as advice or a recommendation to investors and does not take into account the investment objectives, financial situation, taxation situation or needs of any particular investor. An investor must not act on the basis of any matter contained in this Presentation but must make its own assessment of the Company and conduct its own investigations and analysis. Investors should assess their own individual financial circumstances and consider talking to a financial adviser, professional adviser or consultant before making any investment decision.

None of the Company or its respective directors, officers, employees, contractors, agents, or advisers nor any other person (**Relevant Party**) guarantees or makes any representations or warranties, express or implied, as to or takes responsibility for, the accuracy, reliability, completeness or fairness of the information, opinions, forecasts, reports, estimates and conclusions contained in this Presentation. No Relevant Party represents or warrants that this Presentation is complete or that it contains all information about the Company that a prospective investor or purchaser may require in evaluating a possible investment in the Company or acquisition of Shares. To the maximum extent permitted by law, each Relevant Party expressly disclaims any and all liability, including, without limitation, any liability arising out of fault or negligence, for any loss arising from the use of or reliance on information contained in this Presentation including representations or warranties or in relation to the accuracy or completeness of the information, statements, opinions, forecasts, reports or other matters, express or implied, contained in, arising out of or derived from, or for omissions from, this Presentation including, without limitation, any financial information, any estimates or projections and any other financial information derived therefrom.

IMPORTANT NOTICE AND DISCLAIMER (CONT.)

The distribution of this Presentation in jurisdictions outside Australia and New Zealand may be restricted by law. Persons who come into possession of this Presentation who are not in Australia or New Zealand, should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. In particular, this Presentation does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States. This Presentation may not be distributed or released in the United States. The Shares offered in the Placement and SPP (**New Shares**) have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the **U.S. Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold, directly or indirectly, in the United States absent registration or in a transaction exempt from, or not subject to, the registration requirements of the U.S. Securities Act and any other applicable U.S. state securities laws. The release, publication or distribution of this Presentation in jurisdictions outside Australia may be restricted by law. Any failure to comply with such restrictions may constitute a violation of applicable securities law.

Investment Risk

An investment in the Company is subject to known or unknown risks, some of which are beyond the control of the Company and its directors. The Company does not guarantee any particular rate of return of the performance of the Company nor does it guarantee any particular tax treatment. You should have regard to the risks factors outlined in this Presentation when making your investment decision. Cooling off rights do not apply to the acquisition of New Shares.

Past Performance and Market Data

Past performance is not indicative of future performance and no guarantee of future returns is implied or given. Nothing contained in this Presentation nor any information made available to you is, or shall be relied upon as, a promise, representation, warranty or guarantee as to the past, present or the future performance of the Company. No Relevant Party or any other person makes any representation, or gives any assurance or guarantee that the occurrence of the events expressed or implied in any forward looking statements in this Presentation will occur.

This Presentation also contains statistics, data and other information relating to markets, market sizes, market shares, market positions and other industry data pertaining to the Company's business and markets. Such information is generally based on independent market and industry data or research. The Company has not independently verified, and cannot give any assurances as to the accuracy and completeness of the information sourced from market and industry data or research contained herein. Accordingly, the accuracy and completeness of such information is not guaranteed. There is no assurance that any of the forecasts or projections contained in the independent market and industry data or research will be achieved. Forecasts and projections involve risks and uncertainties and are subject to change based on various factors. You should note that market data and statistics are inherently predictive and subject to uncertainty and not necessarily reflective of actual market conditions.

Future Performance

This Presentation contains certain forward looking statements and comments about future events. Forward-looking statements involve known and unknown risks, significant uncertainties, assumptions, contingencies, and other factors, many of which are outside the control of the Company, are subject to change without notice, and may involve significant elements of subjective judgement and assumptions as to future events which may or may not be correct, and which may cause the actual results or performance of the Company to be materially different from any results or performance expressed or implied by such forward-looking statements. Such forward-looking statements speak only as of the date of this Presentation. Forward looking statements should not be relied on as an indication or guarantee of future performance. No representation, warranty or undertaking is made that any projection, forecast, assumption or estimate contained in this Presentation should or will be achieved.

Recipients must conduct their own independent investigation, evaluation and analysis of the matters and data set out in this Presentation, and rely entirely on such investigation and analysis. Recipients must form their own opinion as to whether or not to enter into any arrangements with the Company. The Company disclaims any obligation or undertaking to disseminate any updates or revisions to any forward looking statements in this Presentation to reflect any change in expectations in relation to any forward looking statements or any change in events, conditions or circumstances on which any such statement is based.

IMPORTANT NOTICE AND DISCLAIMER (CONT.)

Financial Information

This Presentation contains only limited financial information in relation to the Company. More detailed financial information in relation to the Company can be found in the Company's periodic and continuous disclosure announcements lodged with the ASX. Financial information contained in this Presentation must be read together with that information.

All financial information in this Presentation is in Australian Dollars ($ or AUD) unless otherwise stated.

Investors should be aware that certain financial measures included in this Presentation are 'non-IFRS financial information' under ASIC Regulatory Guide 230: 'Disclosing non-IFRS financial information' published by ASIC and are not recognised under International Financial Reporting Standards ("IFRS"). The principal non-IFRS financial measure that is referred to in this Presentation is EBITDA. EBITDA is earnings before interest, tax, depreciation and amortisation and significant items. Management uses EBITDA to evaluate the operating performance of the business and each operating segment prior to the impact of significant items, the non-cash impact of depreciation and amortisation and interest and tax charges, which are significantly impacted by the historical capital structure and historical capital structure and historical tax position of the Company. Other non-IFRS financial measures that may be used in the Presentation include gross margin and net operating free cash flow.

The Company believes the non-IFRS financial information provides useful information to users in measuring the financial performance and conditions of the Company. The non-IFRS financial information do not have a standardised meaning prescribed by IFRS. Therefore, the non-IFRS financial information is not a measure of financial performance, liquidity or value under the IFRS and may not be comparable to similarly titled measures presented by other entities, and should not be construed as an alternative to other financial measures determined in accordance with IFRS. Investors are cautioned, therefore, not to place undue reliance on any non-IFRS financial information included in this presentation.

A number of figures, amounts, percentages, estimates, calculations of value and fractions in this Presentation are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this Presentation.

Confidentiality

This Presentation and the information in this Presentation is strictly private and confidential and should be read only by the intended recipients and/or their advisors. This Presentation must not be copied, reproduced, distributed or passed to others at any time without the prior written consent of the Company. If this Presentation becomes available to unintended recipients, these persons should notify the Company immediately.

CONTENTS

CAPITOLHEALTH
LIMITED

EXECUTIVE SUMMARY

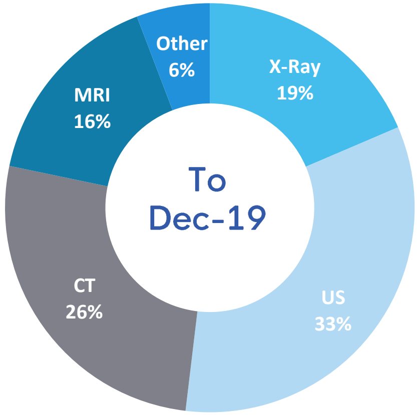
EXECUTIVE SUMMARY

Equity Raising	The Company is undertaking an equity raising, comprising of: • an institutional placement (**Institutional Placement**) to raise approximately $29.8 million; and • a security purchase plan to certain eligible shareholders of the Company (**SPP**) which will be capped at $10.0 million, together referred to as the **Offer** Issue price of $0.16 per share, representing a discount of 17.9% to the last close, and 9.1% to the 5-day VWAP Proceeds from the equity raising will be used to strengthen the Company's balance sheet which will increase flexibility to execute on its strategy and provide liquidity to position the Company beyond the COVID-19 pandemic to capture growth opportunities
COVID-19 update	The Company's year to date trading result to the end of March was in line with expectations, however, the pandemic has had a material impact on clinic attendance and revenue with recent days showing a material reduction in attendance in line with key referrers and GP attendance of approximately 40% The Company has implemented a number of cost saving and balance sheet initiatives in response to the uncertain macroeconomic environment including: deferral of interim dividend to October 2020; 50% reduction of Non-Executive Director, Managing Director and CFO fees and salaries; temporary closure of 14 smaller clinics; increase to the net secured debt to EBITDA ratio covenant from less than 2.5x to less than 3.5x for 6 months; and a number of additional cost-saving measures
Pro forma Balance Sheet and liquidity	The Company has a pro forma net debt position of approximately $28.2 million and liquidity of $113.4 million as at 31 March 2020 (assuming completion of the Institutional Placement). The Company's principal lender continues to support the Company through this period of economic uncertainty with agreed mechanisms to secure access to existing funding for a further 6 months and reaffirmed ongoing bank support for the next 12 months. The Company has remained within its existing bank covenants and has agreed with its principal lender a temporary increase to its Net Leverage Ratio up to 3.5x for a period of 6 months

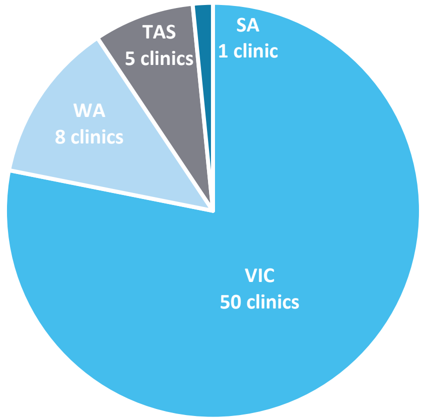
INVESTMENT HIGHLIGHTS

- Leading provider of diagnostic imaging services through 64 owned and operated clinics, strategically located throughout Victoria, Tasmania, Western Australia and South Australia
- Talented team with significant experience, comprising of over 800 staff and 100 radiologists who conduct over 1.2 million procedures every year
- Highly scalable operating model with flexibility of organic growth from growing industry demand and demonstrated ability to scale through acquisition
- Significant market position allows for the Company to adapt to changing industry dynamics, including participating in the prospect of leveraging artificial intelligence through its strategic partnership with Enlitic, Inc. to advance medical diagnostics
- Pro forma available liquidity of $113.4 million on completion of the Placement, allowing the Company to navigate the COVID-19 pandemic and capitalise on growth opportunities post-crisis

12-month Revenue by Modality



Clinics by State



OUR VISION, VALUES AND STRATEGY CONTINUE TO DEFINE US DESPITE THESE CHALLENGING TIMES

Our Vision:

To be the diagnostic imaging specialists of choice, serving our communities with compassion, integrity and precision

Our Aspirations:

- No. 1 in patient satisfaction
- Top repeat-referral rate
- Leading team satisfaction & retention rate
- Sustained market-share growth
- Industry-leading shareholder returns

Our Values:

Patient centred	One Team	Integrity	Excellence	Community focused
We create positive patient experiences. We listen with respect, inform with empathy and involve patients in their care	Our people are our best asset. Our outcomes are better when we work together. We treat each other with respect and nurture a culture of recognition, empathy and inclusion	We are open and honest. We take pride in the way we work. Our patients and partners trust us because we are accountable and reliable	Together we pursue excellence – in outcomes and experience for our patients, referrers and community. We utilise the best technology to deliver timely, precise results	We are more than a network, we are a community. We create meaningful connections with our patients, referrers and colleagues built on trust, support and shared goals

The Pillars of our Business:

Operational Excellence	Destination Employer	Next-generation Technology	First-choice Provider	Values-based Communications
• Standardised operating model as platform for organic growth • Value creation through post-acquisition integration • Performance management through business intelligence and analytics	• Employee Value Proposition • Clear performance & reward mechanisms • Focus on professional development • Values driven people processes	• Highly secure and effective technology model • Holistic approach to technology encompassing clinical outcomes, operational efficiency and patient experience	• Differentiated customer and marketing plan • Focus on and resourcing referrer relationship management including CRM implementation • Patient experience management	• Coherent stakeholder communications strategy • Focus on developing industry and government relationships • Industry thought leadership program

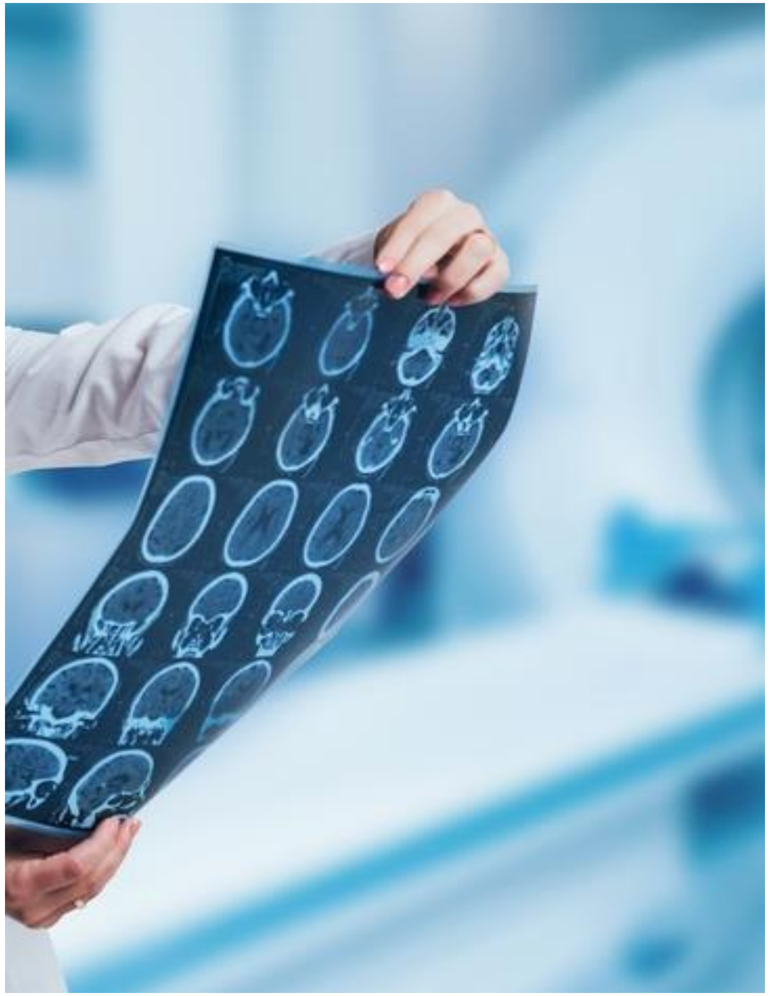
02

COVID-19 UPDATE & LIQUIDITY

COVID-19 UPDATE (ASX announcement 9-Apr-20)

- The Company has continued monitoring the COVID-19 impact closely and has been diligently complying with all Government recommendations and directives and responding rapidly as circumstances change
- The Company's Business Continuity Plan was enacted in March 2020 to protect staff, patient health and well-being and ensuring the supply chain of critical business consumables and equipment whilst adjusting its cost base to remain commercially sound
- The Company's year to date trading result to the end of March was in line with expectations, however, the pandemic has had a material impact on clinic attendance and revenue with recent days showing a material reduction in attendance in line with key referrers and GP attendance of approximately 40%. In response to the decrease in referral rates, the Company has established an e-referral function to facilitate referrals during this period
- Management have implemented a number of cost saving and balance sheet initiatives in response to the uncertain macroeconomic environment, including:
  - deferral of the Company's interim dividend announced in February 2020 to October 2020;
  - 50% reduction of Non-Executive Director, Managing Director and CFO fees and salaries;
  - the temporary closure of 14 smaller clinics which have been consolidated to larger clinics;
  - confirming continuing support from Capitol's lender and negotiation of temporary changes to its Net Leverage Ratio covenant of less than or equal to 3.5x for 6 months, up from 2.5x previously; and
  - a number of additional cost-saving measures including seeking rent relief, reducing capex, enforcing annual leave or leave without pay, ceasing new hires and salary increases and registering for JobKeeper

  These initiatives are aimed at reducing operating expenditure by approximately 40%, in line with the trend in revenue



PRO FORMA BALANCE SHEET

A$m	Pre-raise[1]	Equity raising[2]	Pro forma
Cash and cash equivalents	4.0	29.8	**33.8**
Trade and other receivables	3.4	-	**3.4**
Other current assets	1.8	-	**1.8**
Non-current assets	229.3	-	**229.3**
Total assets	**238.5**	**29.8**	**268.3**
Trade and other payables	8.5	-	**8.5**
Other current liabilities	18.6	-	**18.6**
Interest-bearing loans and borrowings	62.0	-	**62.0**
Non-current liabilities	48.2	-	**48.2**
Total liabilities	**137.3**	**-**	**137.3**
Equity	**101.2**	**29.8**	**131.0**
Net debt	**58.0**	**(29.8)**	**28.2**

1. Cash and interest-bearing loans and borrowings balances at 31 March 2020 from unaudited management accounts. All other balance sheet items presented are as at 31 December 2019 and are not adjusted for completion of the Fowler Simmons acquisition. Proceeds shown before transaction costs
2. Does not include proceeds attributable to the SPP and is presented before associated transaction costs for the equity raising.

LIQUIDITY

Liquidity position (A$m)	As at Mar-20[1]
Cash and cash equivalents	4.0
Undrawn bank facilities	79.6
Available liquidity	**83.6**
Gross proceeds from the Offer	29.8
Pro forma available liquidity	**113.4**

Net working capital position (A$m)	As at Dec-19[2]
Trade and other receivables	3.4
Other current assets	1.8
Trade and other payables	(8.5)
Other current liabilities	(18.6)
Net working capital	**(21.9)**

- The Company's principal lender, National Australia Bank, has continued to support the Company during this period of economic uncertainty, with mechanisms for 6 months of access to existing funding and ongoing support for the next 12 months
- As at 31 March 2020, the Company has the following banking facilities, of which $60.4 million has been drawn down:
  - $60.0 million 3-year facility maturing in May 2021;
  - $40.0 million 5-year facility maturing in May 2023 (undrawn);
  - $30.0 million Accordian facility (undrawn); and
  - up to $10.0 million in overdraft and bank guarantee and equipment facilities
- The Company has remained within its existing covenants and has negotiated to allow its Net Leverage Ratio covenant to increase to 3.5x for 6 months, up from 2.5x
- The Company has undertaken a number of initiatives to manage its costs and working capital for expected activity in the last quarter of FY2020. These initiatives include: the deferral of payment of its declared interim dividend; 50% reduction of Non-Executive Director, Managing Director and CFO fees and salaries; temporary closure of 14 smaller clinics; and a number of additional cost-saving measures

1. Company unaudited management accounts as at 31 March 2020. Does not include proceeds attributable to the SPP and is presented before associated transaction costs for the equity raising.
2. As per Company 1H FY2020 Financial Report.

03

BUSINESS OVERVIEW

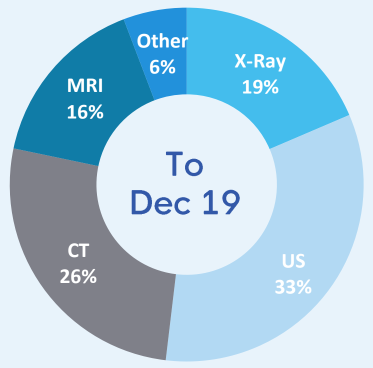
THE CAPITOL HEALTH BUSINESS

Overview

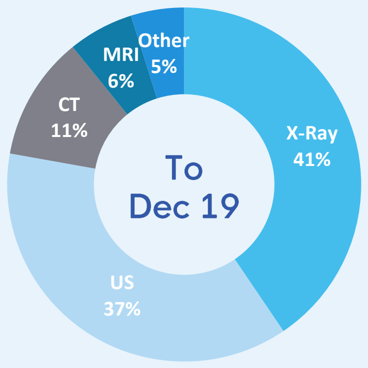
- The Company is an ASX-listed provider of diagnostic imaging and related services to the Australian healthcare market. We are a talented team of experts motivated by our patients' needs
- We own and operate 64 clinics throughout VIC, TAS, WA and SA, with a growth focus aided by our scalable operating model
- As a community focused company, our facilities are predominantly suburban rather than hospital-based, with priority given to service and minimisation of administrative burdens for healthcare professionals
- We meet a growing consumer demand and conduct more than 1.2 million procedures every year, employing ~800 staff and ~100 radiologists
- Our significant market position means we can adapt to changing industry dynamics and make strategic investments, such as our recent further investment in US-based diagnostic imaging AI provider Enlitic, Inc.

Locations and Brands

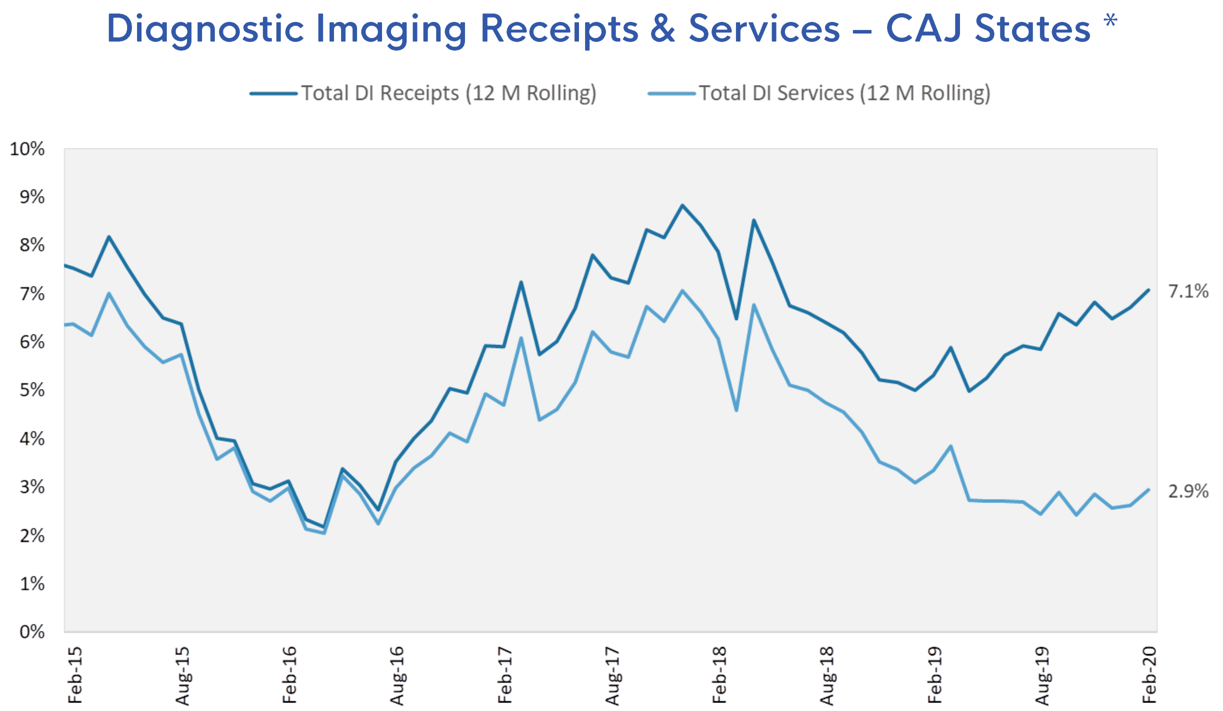
12-month Revenue by Modality



12-month Services by Modality



INDUSTRY GROWTH REMAINS STABLE



- Medicare Diagnostic Imaging Services growth from June 2019 for the states in which the Company operates was slightly positive to February 2020 (Change +0.1%) based on a 12-month rolling average
- We anticipate a significant decrease in Q4 FY2020 in line with GP attendance, bouncing back in FY2021 to align largely with pre-COVID-19 activity
- Diagnostic Imaging Medicare Receipts continue to increase on a 12-month rolling basis on the back of new MRI licenses issued in FY2019
- Organically, Capitol achieved 4% growth in revenue 1H FY2020

* Medicare http://medicarestatistics.humanservices.gov.au/statistics/mbs_group.jsp includes performance for hospital and private radiologists

MAKING PROGRESS FOR FUTURE ORGANIC GROWTH

Key Organic Growth Drivers Beyond COVID-19

- We expect market growth to return to a longer-term average, driven by fundamentals of demand (e.g. population growth and ageing demographic)
- Focus will be given to our existing business and the development of a rolling acquisition and Greenfield/Brownfield pipeline to build momentum and growth over the next 3 years
- Building on our commitment to patients, staff activity will more closely align with patient demand – measured in real-time through investment in new systems
- Our WA branding project will leverage strength of the Capital Radiology brand and make a positive influence on the clinic network
- Regular 'cost-to-serve' reviews improving efficiencies at a day-to-day level
- Our portfolio approach to clinic review will ensure appropriate community coverage and diagnostic modalities
- Continue to build the BDM function and go to market approach with a customer value proposition
- Opportunity for organic growth in South Australia following the acquisition of Fowler Simmons Radiology

FUTURE GROWTH THROUGH ACQUISITION

Why We Acquire

- To build a community based radiology network, to leverage the latest technology and generate economies of scale required in a largely bulk billing business
- Our increased geographic coverage and footprint will provide opportunities for development of our team, more availability to services for our patients and greater returns for our investors
- Strategically aligned acquisitions allow us to build momentum for year-on-year organic growth
- Expanded EBITDA through acquisition synergies
- The right acquisitions deliver best-in-class talent, a community entry point, industry know-how, and specialist radiologists

Our Target Acquisitions

- Location that complements our network
- Where synergies have been identified
- Where clinic investment will drive organic growth
- Pricing makes sense and will deliver value to shareholders.
- To obtain access to people and systems
- Alignment with Company Vision, Values and Strategy

Acquisition Pipeline

- Given the current macroeconomic conditions, we expect to enter a period where private company multiples will re-rate
- Within the acquisition pipeline we currently have 5 potential targets totaling approximately $41 million of revenue
- Potential acquisitions refers to the total pipeline of acquisitions currently in stages of assessment and / or discussion (not yet committed)
- They are a blend of exclusive and competitive processes
- All acquisitions are assessed against internal opportunities for deployment of capital, to ensure best strategic fit and return for shareholders.
- Management continue to build out a pipeline as part of the company's 3-year strategy

STRATEGIC INVESTMENT FOCUS: ENLITIC

What they do

- Enlitic augments clinical workflows with AI, with the goal of enabling doctors to provide a better experience for patients through **faster, earlier and more accurate diagnoses**
- The platform can incorporate a wide range of unstructured medical data, including radiology and pathology images, laboratory results such as blood tests and EKGs, genomics, patient histories, and electronic health records (EHRs), enabling **deeper insights for the patient**
- Solutions integrate easily into existing health systems, offering seamless access to tools for patient triage and prioritisation, population screening, retrospective analysis and quality assessment, and real-time clinical support. This leads to **reduced costs and faster report turnaround times**

Why Capitol invested

- Enlitic is a world leader in DI and AI, and was twice named in *MIT Technology Review's* 50 Smartest Companies. Enlitic also earned a €1m prize for best start-up, awarded by Apple founder Steve Wozniak
- Enlitic has a compelling industry investment story and has raised US$56m in funding over 3 rounds
- Enlitic marries Australian DNA with Silicon Valley expertise. The company was founded in Australia and is now based in San Francisco, with access to the world's best development experts

ENLITIC

About our Enlitic investment

- Relationship formed in 2015
- The Company is an initial investor and major stakeholder with a board seat
- Australian exclusive rights to use Enlitic as part of clinical partnership
- Collaboration opportunities in other markets

BRIDGING HUMAN AND ARTIFICIAL INTELLIGENCE TO ADVANCE MEDICAL DIAGNOSTICS

ENLITIC

Enlitic has transformed, building a world-class team and platform around a unified vision. This vision aligns with the Company's growth ambitions, particularly in the AI market, through the application of the latest technologies.

Key moments include:

- Accessing more scans for deep iterative learning: Provide new partnerships, access to more scans and patient outcomes, increasing the pace of iteration and deep learning
- Pace-setter: Launched proprietary data centre, enabling a 10x increase in model development speed
- Beta deployment: Launched new research platform with the Company, starting with quality assessment of chest X-ray
- Building scale: Hired key leadership figures in operations, finance, regulatory, quality, business development, design and communications
- Talent growth: Engineering and modelling teams doubled in size, and NY office opened. Enlitic is now a team of 65 subspecialist radiologists and 40 multidisciplinary experts in clinical AI

Entilic's focus on early commercialisation and scaling of diagnostic imaging AI supports Capitol's long-term strategy

- Data insights: Already developed a research platform and algorithms to support AI-assisted interpretation of 95% of common X-rays and 95% of CTs and MRIs. Amassed data from 35 million+ patients
- International accreditations and Marketing Authorisations: Received ISO 13485/MDSAP certifications for five countries, and permission to market Class I medical device in the US, with additional marketing authorizations expected soon from FDA, TGA, PMDA, and EU
- Diversification: Multiple partnerships with data and commercial support in oncology, pathology and genomics expecting to close throughout 2020, further increasing the value of the Enlitic investment for the Company
- Global rollout: Formed strategic partnerships providing regulatory and commercial support in more than a dozen countries. Wide-scale commercialisation in US, Japan, Canada, Australia, and the Middle East planned for FY21, providing access to more scans, leading to deep learning

04

EQUITY RAISING

CAPITOLHEALTH LIMITED

DETAILS OF THE OFFER

Offer structure and size	• An institutional placement (**Institutional Placement**) to raise approximately $29.8 million; and • A security purchase plan to eligible shareholders of the Company (**SPP**) to raise up to $10 million • The Institutional Placement and SPP are together referred to as the **Offer**
Use of proceeds	• Proceeds from the Offer will be used to enhance balance sheet flexibility, support the business during the current macroeconomic uncertainty, increase liquidity and reduce net debt
Offer price	• $0.16 per share (**Offer Price**) • 17.9% discount to last close • 9.1% discount to 5-day VWAP • 35.6% discount to 30-day VWAP
Placement details	• The Institutional Placement to professional and sophisticated investors would result in the issue of approximately 186.5 million new ordinary fully paid shares in the Company (**New Shares**) at $0.16 per New Share
Security Purchase Plan details	• Offer to eligible shareholders of the Company to subscribe for New Shares up to a maximum of $30,000 per eligible shareholder under a Security Purchase Plan (**SPP**). The SPP will be capped at $10.0 million but with the ability for the Company to increase the cap at its discretion • The issue price of the New Shares will be the Offer Price under the Institutional Placement. • Full details of the SPP will be set out in the SPP booklet which is expected to be released to the ASX and despatched to eligible shareholders on 22 April 2020
Ranking	• New Shares issued under the Offer will rank equally with existing Shares from the time of issue

EQUITY RAISING TIMETABLE

Event	Date[1]
SPP Record Date	Thursday, 9 April 2020
Trading Halt	Tuesday, 14 April 2020
Institutional Placement Bookbuild Open	Tuesday, 14 April 2020
Institutional Placement Bookbuild Close (firm and irrevocable bids due) (2:00pm)	Wednesday, 15 April 2020
Trading resumes on ASX	Thursday, 16 April 2020
Institutional Placement Settlement Date	Monday, 20 April 2020
Institutional Placement Allotment Date	Tuesday, 21 April 2020
Quotation of New Shares issued under Institutional Placement	Wednesday, 22 April 2020
Expected SPP Offer opening date and despatch of SPP offer booklet	Wednesday, 22 April 2020
Expected SPP closing date	Wednesday, 13 May 2020
Announcement of results of SPP	Thursday, 14 May 2020
SPP Allotment Date	Wednesday, 20 May 2020
New Shares issued under SPP commence normal trading on ASX	Thursday, 21 May 2020

1. The timetable above is indicative only and is subject to change. The Company reserves the right to amend any or all of these dates and times subject to the Corporations Act, the ASX Listing Rules and other applicable laws. All times above are Melbourne time.

APPENDIX A: KEY RISKS

KEY RISKS

Overview

This section discusses some of the key risks associated with any investment in the Company, which may affect the value of the Company's shares. The risks set out below are not listed in order of importance and do not constitute an exhaustive list of all risks involved with an investment in the Company. Before investing in the Company, you should be aware that an investment in the Company has a number of risks, some of which are specific to the Company and some of which relate to listed securities generally, and many of which are beyond the control of the Company.

Before investing in New Shares, you should consider whether this investment is suitable for you. Potential investors should consider publicly available information on the Company (such as that available on the websites of the Company and ASX), carefully consider their personal circumstances and consult their stockbroker, solicitor, accountant or other professional adviser before making an investment decision.

General risks

Share Price and Volume Fluctuations	The Company, as a publicly listed company on the ASX, is subject to general market risks applicable to all securities listed on a stock exchange. This may result in fluctuations in the share price that are not explained by the performance of the Company. The price at which shares are quoted on the ASX may increase or decrease due to a number of factors, some of which may not relate directly or indirectly to the Company's performance or prospects. These factors may cause the New Shares to trade at prices below the Capital Raising price. There is no assurance that the price of the New Shares will increase, even if the Company's earnings increase. Some of the factors which may affect the price of the Company's shares include: • fluctuations in the domestic and international markets for listed stocks; • general economic conditions, including interest rates, inflation rates, exchange rates, commodity and oil prices or changes to government; • fiscal, monetary or regulatory policies, legislation or regulation; • inclusion in or removal from market indices; • the nature of the markets in which the Company operates; • general operational and business risks; • variations in sector performance, which can lead to investors exiting one sector to prefer another; and • initiatives by other sector participants which may lead to investors switching from one stock to another. Deterioration of general economic conditions may also affect the Company's business operations, and the consequent returns from an investment in shares. It is also possible that new risks might emerge as a result of Australian or global markets experiencing extreme stress, or existing risks may manifest themselves in ways that are not currently foreseeable. No assurance can be given that the New Shares will trade at or above the offer price or that there will be an active market in the Company's shares. None of the Company, its directors nor any other person guarantees the performance of the New Shares.
General Economic and Financial Market Conditions	The operating and financial performance of the Company is influenced by a variety of general domestic and global economic and business conditions that are outside the control of the Company. There is a risk that prolonged deterioration in general economic conditions may negatively impact the demand for the Company's products and negatively impact the Company's financial performance, financial position, cash flows, dividends, growth prospects and share price.
Impact of COVID-19 Pandemic	The operating and financial performance of the Company is currently being impacted adversely by the effects of the COVID-19 pandemic. In particular, the pandemic has had a material impact on clinic attendance and revenue. While the Company has implemented expense reduction and business continuity planning, no assurances can be given that these will be adequate to ensure the future performance of the Company given the uncertainty surrounding the pandemic and economic conditions generally.

KEY RISKS (cont.)

There may be a change in accounting standards	Accounting standards may change. This may affect the reported earnings of the Company and its financial position from time to time. The Company has previously and will continue to assess and disclose, when known, the impact of adopting new accounting standards in its periodic financial reporting.
Adverse changes to tax laws may occur	Future changes in taxation laws in jurisdictions where the Company operates, including changes in interpretation or application of the law by the courts or taxation authorities, may affect the taxation treatment of an investment in the Company's shares or the holding and disposal of those shares. Further, changes in tax law, or changes in the way tax law is expected to be interpreted, in the various jurisdictions where the Company operates, may impact the future tax liabilities of the Company. An investment in shares involves tax considerations that differ for each investor. Investors are encouraged to seek professional tax advice in connection with any investment in the Company.
Specific risks	
Healthcare industry risks	The Company operates in the healthcare industry and, accordingly, any investment in the Company will remain subject to the risks affecting that industry, including changes in government policies, uncertainties in relation to contract negotiations and renewals with hospitals, private health insurance funds, litigation, insurance risks and project development risks. There are risks relating to changes to Commonwealth and State policies and regulations to the general business of the Company including: • changes to the Federal Government initiatives which promote private health insurance and encourage health fund membership, including the health insurance rebate and lifetime health cover; • changes to regulations relating to health funds which presently restrict the level of premium increases and regulate the scope of coverage; • policy direction changes to State owned public hospitals which encourages them to compete with private hospitals for private patients, and also to compete with private diagnostic imaging providers; and • changes to the Medicare regime, including any reduction in Medicare rebates for diagnostic imaging. In addition, the Company may become subject to other regulations which could increase the regulatory and compliance obligations. These may adversely impact on the financial performance, position and future prospects of the Company.
Ability to Attract and Retain Key Personnel	The business of the Company is reliant on the continued performance and expertise of key personnel, including radiologists. Specifically, a significant component of the revenues generated by the Company is dependent upon radiologists providing diagnostic imaging and related services to patients. There is a risk that, in the future, the Company may fail to attract, retain or develop key employees or consultants (particularly radiologists), which may affect the development of the Company, its capacity to generate revenue and the cost structure of its business. This may, in turn, have an adverse impact on the financial performance, position or future prospects of the Company.
Competition	The market for the provision of diagnostic imaging services in Australia is competitive and dynamic. Competitors, as yet unknown to the Company, may emerge from time to time. The introduction of new competitors, or a more aggressive competitive response from existing competitors, may have an adverse impact on the operating performance of the Company in the future. The operating costs of the Company may rise, and the prices that the Company is able to charge patients for its services may fall, in response to the actions of its competitors, which may restrict the ability of the Company to compete profitably.
General claims and litigation	Legal proceedings and claims may arise from time to time in the ordinary course of the Company's operations. There is a risk that material or costly claims or litigation could impact on the Company's financial performance either directly, as a result of meeting the costs of defending litigation and paying damages awards, or indirectly, as a result of damage suffered to the Company's brands and reputation. In particular, healthcare providers are exposed to the risk of medical indemnity or like claims and litigation. Current or former patients may, in the normal course of business, start or threaten litigation for medical negligence not only against the health service provider in question but also against the Company. Subject to medical insurance arrangements which the Company has in place at the relevant time, future medical malpractice litigation, or threatened litigation, may have an adverse impact on the financial performance, position and prospects of the Company.

KEY RISKS (cont.)

Reliance on referrals	The Company is heavily reliant on doctors continuing to refer cases to the Company for diagnostic services. There is a risk that doctors may reduce or end their level of requesting such services from the Company (which may or may not be the result of actions taken by the Company’s competitors). These actions may result in a material decline in the Company’s financial performance.
MRI licensing	The provision of MRI services and revenue generation from MRI machines is impacted by whether the machine is fully or partially licensed. Licences are issued by the Australian government’s Department of Health on an indefinite basis and are not subject to any particular operational test or review to maintain currency. A change to license status, revocation of a license, or the granting of licenses to competitors may impact the Company’s ability to generate revenue at facilities with MRI capability.
IT systems	The Company is reliant on the capability and reliability of its information technology systems and backup systems and those of its external service providers (such as communication carriers). The failure of any IT systems could have a significant impact on the ability to conduct its business in the ordinary course. Such failures may have an adverse effect on the Company’s future financial performance.
Performance risk	The financial performance of the Company in any given year may have an adverse effect on the carrying value of the Company's intangible assets (including intellectual property) as well as the Company's capacity to achieve an acceptable financial result and cash flow balance.
Financial Markets Risk	The Company maintains an exposure to a number of financial market risks on an ongoing basis, including (but not limited to) the following: • *Currency risk*: the Company has operations and investments in multiple jurisdictions. Accordingly, its revenues, profitability, liabilities and asset carrying values may be affected by adverse movements in the value of various foreign currencies. • *Interest rate risk*: the Company currently has significant debt facilities on which it pays a variable interest rate. There is a risk in the future that interest rates may rise materially which may force the Company to fall short of target or the Company's target rate of return • *Financing risk*: the Company currently relies on funding provided by various financiers. There is a risk that acceptable financing or refinancing facilities may not be available to the Company in the future. • *Credit risk*: the Company provides its services on various credit terms and as such is exposed to credit risk on payment of its invoices. This risk is managed and mitigated by internal policies to collect outstanding invoices within credit terms and established procedures for collection enforcement of overdue amounts. • *Counterparty risk*: the Company may be affected by a counterparty such as a lessor, financial institution, vendor, or service provider failing to meet its contractual obligations.
Liquidity Risk	The Company may be affected by deterioration in its cash flows, including during seasonal low periods or periods of unanticipated disruption. Liquidity risk is monitored on an ongoing basis with cash kept on hand to mitigate against potential shortfalls.
Financing Risk	The Company will face re-financing risk or debt covenant compliance risk under the terms of its agreed debt facilities at any time. A breach of debt covenants could require an immediate repayment of debt or other consequences under the facility agreement.

APPENDIX B: INTERNATIONAL OFFER RESTRICTIONS

INTERNATIONAL OFFER RESTRICTIONS

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

Australia

In accepting this Presentation you represent to the Company and the Lead Manager that you are a person who is either a holder of an Australian financial services licence or an authorised representative of such a licensee, or either a “professional investor” or “sophisticated investor” who is also a “wholesale investor” (as those terms are defined in section 709(11), 708(8) and 761A respectively of the Corporations Act, to whom a prospectus is not required to be given under Chapter 6D of the Corporations Act.

New Zealand

This Presentation has not been registered, filed with or approved by any New Zealand regulatory authority under the *Financial Markets Conduct Act 2013* (**FMC Act**). The New Shares are not being offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) other than to a person who:

- is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;
- meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;
- is large within the meaning of clause 39 of Schedule 1 of the FMC Act;
- is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or
- is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.

The New Shares are not being offered or sold to retail investors within New Zealand other than to existing Shareholders of the Company with registered addresses in New Zealand to whom the offer of the New Shares is being made in reliance on the Financial Markets Conduct Act 2013 and the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This Presentation is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.