



**International Distributor of
Medicinal Cannabis**

ASX ANNOUNCEMENT

ASX CODE: HHI

23 March 2023

Results of First Court Hearing

Health House International Limited ("**Health House**" or the "**Company**") refers to its ASX announcement released on 21 November 2022 in relation to the execution of a scheme implementation deed with Creso Pharma Ltd (ASX: CPH) under which CPH proposed to acquire all the shares in Health House by way of a scheme of arrangement (**Scheme**).

Health House provides the following update on the Scheme.

Court orders

Health House is pleased to announce that the Supreme Court of Western Australia made orders on 22 March 2023 for:

- Health House to convene a meeting of its shareholders to consider and vote on the Scheme (**Scheme Meeting**); and
- Approving the dispatch of an explanatory statement providing information about the Scheme, together with the notice of the Scheme Meeting (together, the **Scheme Booklet**) to Health House shareholders.

Scheme booklet

The Scheme Booklet will be released to ASX and dispatched to Health House shareholders following its registration with the Australian Securities and Investments Commission (**ASIC**), with registration expected to occur on Friday, 24 March 2023. Health House shareholders who have elected to receive electronic communications will receive an email containing instructions about how to view or download a copy of the Scheme Booklet, as well as instructions on how to lodge their proxies for the Scheme meeting.

Health House International Limited ACN 149 197 651 (ASX:HHI)
Level 3, 101 St Georges Tce
Perth WA 6000

+61 8 6558 0886
admin@healthhouse.com.au

Health House shareholders who have elected to receive communications via post will receive a printed copy of the Scheme booklet together with a personalised proxy form. All other Health House shareholders will receive a letter (by post) containing instructions about how to view or download a copy of the Scheme Booklet, together with a personalised proxy form. Following registration with ASIC and release to the ASX, an electronic version of the Scheme Booklet (including the independent expert's report) will also be available for viewing and downloading at <https://healthhouse.com.au/>.

Essential shareholders should carefully read and consider the Scheme booklet in its entirety, including the materials accompanying it, before deciding how to vote at the Scheme Meeting. If, after reading the Scheme booklet, you have any questions about the Scheme booklet or the Scheme, please contact Health House's company secretary on the details provided below.

If you are in doubt about what action you should take, please consult your broker or financial, legal, taxation or other professional adviser immediately.

Scheme Meeting

The Scheme Meeting will be held at the offices of Pathways Corporate, Level 3, 101 St Georges Terrace, Perth WA 6005 at 1.30pm AWST on Tuesday, 2 May 2023. All Health House shareholders registered as at 5:00pm AWST on Sunday, 30 April 2023 will be eligible to vote at the Scheme Meeting and are encouraged to do so. Further information on how to participate in and vote at the Scheme Meeting is set out in the Scheme booklet.

Second court hearing

If the Scheme is approved at the Scheme Meeting and all conditions of the Scheme are satisfied or waived, Health House will apply to the Court for orders approving the Scheme at the second court hearing.

Indicative timetable

The expected key dates for the Scheme are set out below:

| Event | Week ending |
|---|---------------------------------|
| Latest time and date by which completed Proxy Forms for the Scheme Meeting must be received | 1:30 pm (AWST) on 30 April 2023 |
| Time and date for determining eligibility of registered Health House Shareholders to vote at the Scheme Meeting | 5:00 pm (AWST) on 30 April 2023 |
| Time and date of the Scheme Meeting | 1:30 pm (AWST) on 2 May 2023 |

| If the Scheme is approved by the Requisite Majorities, the expected timetable for implementation of the Scheme is: | |
|--|------------------------------|
| Second Court Hearing for approval of the Scheme | 4 May 2023 |
| Effective Date on which the Scheme comes into effect and is binding Court order lodged with ASIC and announcement to the ASX Last day of trading in Health House Shares on the ASX (with Health House Shares suspended from close of trading) | 5 May 2023 |
| Record Date for determining entitlements to Scheme Consideration | 5:00 pm (AWST) on 9 May 2023 |
| Implementation Date Payment of Scheme Consideration to be made to Scheme Shareholders | 16 May 2023 |

All dates and times are indicative only and subject to necessary approvals from the Court and each other condition precedent to the Scheme being satisfied or waived. Health House has the right to vary the timetable detailed above subject to the approval of such variation by ASX, the Court and ASIC where required. Any changes to the above timetable will be announced to ASX and notified on the Health House website at <https://healthhouse.com.au/>

Health House will update Health House shareholders as to any material developments in relation to the Scheme as the timetable progresses.

This announcement has been approved and authorised for release by the board of Health House International Limited.

David Wheeler

Chairman

About Health House (www.healthhouse.com.au)

Health House International and the entities it controls (**the Group**) is an international pharmaceutical distributor specialising in, but not limited to, the distribution of medicinal cannabis products across Australasia, United Kingdom and Europe.

The Group is a fully licenced and regulated specialised importer, exporter and distributor currently distributing medicinal cannabis products from 14 producers to pharmacies, prescribers, specialist medicinal cannabis clinics and researchers across Australasia. In the UK and Germany, the Group holds all relevant licences (including GMP manufacturing), Wholesale Dealers and Controlled Drugs licences the Company supplies pharmacies, hospitals, government departments and other wholesalers with medicinal cannabis and general pharmaceutical products in the UK and Europe. The Group also integrates education of patients and healthcare professionals in the use of medicinal cannabis as a core part of its activities and is developing digital tools to enable a holistic understanding of usage.

For more information, please visit www.healthhouse.com.au

Address

Level 3
101 St Georges Tce
Perth WA 6000
AUSTRALIA
Tel: +61 8 6558 0886
Fax: +61 8 6316 3337
E: admin@healthhouse.com.au
W: www.healthhouse.com.au

ACN 149 197 651

For further information please contact Company

David Wheeler

Chairman
david@pathwayscorporate.com.au

Tim Slate

Company Secretary
tim.slate@healthhouse.com.au

Investors

Jason Peterson

Corporate Advisor
jason.peterson@cpscapital.com.au