



MARKET RELEASE

5 December 2016

HearMeOut Limited

PRE-QUOTATION DISCLOSURE

HearMeOut Limited (the "Company") was admitted to the Official List of ASX Limited on Monday, 5 December 2016. Official Quotation of the Company's securities will commence at 1.45 pm AEDT on Tuesday, 6 December 2016.

The following information is released as pre-quotation disclosure.

1. Distribution schedule.
2. Top 20 holders.
3. Appendix 1A and Information Form and Checklist.
4. A copy of the Company's constitution.
5. Audited accounts for:
 - a. HearMeOut Limited (incorporated in Israel) ("HMO Israel") for the period from incorporation to 31 December 2015; and
 - b. HMO Israel for the six months ended 30 June 2016; and
 - c. the Company for the period 4 August 2016 through to 31 August 2016.
6. An updated statement of commitments;
7. An updated pro-forma statement of financial position;
8. A statement confirming:
 - a. completion of the agreement between the Company and HMO Israel, as set out in the Company's prospectus dated 18 October 2016 ("Prospectus");
 - b. the issue of:
 - i. 20,659,990 fully paid ordinary securities;
 - ii. 2,000,010 options to vendors of HMO Israel;
 - iii. 13,000,000 class A performance options;
 - iv. 13,000,000 class B performance options;
 - v. 13,000,000 class C performance options;
 - vi. 4,248,000 class D performance options;



- vii. 5,100,000 fully paid ordinary securities issued upon conversion and full satisfaction of the \$765,000 outstanding in respect of convertible notes issued by the Company in August 2016; and
 - viii. 2,500,000 options to brokers,
 - c. compliance with listing rule 3.1; and
 - d. that there are no legal, regulatory or contractual impediments to the Company undertaking the activities the subject of the commitments disclosed in the Prospectus.
- 9. The Company's employee option plan rules.
- 10. Securities trading policy.
- 11. Restricted securities statement

The Company's Prospectus was released on 28 November 2016.

Security Code: HMO

Jeremy Newman

Senior Adviser, Listings Compliance (Perth)