



CONFIRMATIONS

HearMeOut Limited (ACN 614 043 177) (**Company**) provides the following confirmations to satisfy conditions for admission of the Company's securities to quotation on ASX.

Unless defined separately all defined terms shall have the same meaning as in the prospectus dated 18 October 2016 (**Prospectus**).

Completion of the Public Offer

The Company confirms that all conditions to the Public Offer under the Prospectus and Supplementary Prospectus have been satisfied and the Company has issued 32,500,000 fully paid ordinary shares (**Shares**) under the Public Offer.

Completion of the Agreement between the Company and HearMeOut Ltd (incorporated in Israel) (HMO Israel)

The Company confirms the completion of the agreement between the Company and HMO Israel and the issue of:

1. 20,659,990 fully paid ordinary shares issued to the shareholders of HMO Israel;
2. 2,000,010 options with an exercise price of \$0.20 and an expiry date 5 years from the date of issue;
3. 13,000,000 class A performance options with an exercise price of \$0.20 on the conditions set out at section 14.4 of the Prospectus;
4. 13,000,000 class B performance options with an exercise price of \$0.20 on the conditions set out at section 14.4 of the Prospectus;
5. 13,000,000 class C performance options with an exercise price of \$0.20 on the conditions set out at section 14.4 of the Prospectus; and
6. 4,248,000 class D performance options with a nil exercise price on the conditions set out at section 14.4 of the Prospectus;

Completion of the Issue of:

1. 5,100,000 fully paid ordinary shares issued upon conversion and full satisfaction of the \$765,000 outstanding in respect of convertible notes issued by the Company on 4 August 2016; and
2. 2,500,000 options with an exercise price of \$0.30 and an expiry date three years after the date of issue.

No material subsequent events

The Company confirms there have been no material subsequent events to alter the Company's statement of financial position as detailed in the Prospectus.

No impediments

The Company confirms there are no legal, regulatory or contractual impediments to the Company undertaking the activities the subject of the commitments disclosed in the Prospectus.

For and on behalf of HearMeOut Limited

Peter Webse
Company Secretary