



STATEMENT OF SECURITIES SUBJECT TO ASX RESTRICTION

The number of securities subject to ASX restrictions and the restriction period applied to those securities of HearMeOut Limited (ACN 614 043 177) (**Company**) following completion of the acquisition of HearMeOut Ltd (Israel Registrar of Companies ID No. 515016145) and the issue of securities pursuant to the prospectus dated 18 October 2016 (**Prospectus**) is set out below.

Class	Number	Restriction Period
Ordinary Fully Paid Shares to Related Party Seed Capitalists, Vendors, Convertible Note Holders and Promoters	17,946,303	24 months from date of quotation
Ordinary Fully Paid Shares to unrelated Vendors	10,462,853	12 months from date of issue
Ordinary Fully Paid Shares to unrelated Convertible Note Holders	1,025,834	12 months from date of issue of convertible notes (i.e. 4 August 2016)
Options exercisable at \$0.20 each expiring 5 years from date of issue to Related Party Vendors	1,019,725	24 months from date of issue
Options exercisable at \$0.20 each expiring 5 years from date of issue to unrelated Vendors	980,285	12 months from date of issue
Options exercisable at \$0.30 each expiring 3 years from date of issue to Promoters	2,500,000	24 months from date of quotation
Performance Class A Options	13,000,000	24 months from date of quotation
Performance Class B Options	13,000,000	24 months from date of quotation
Performance Class C Options	13,000,000	24 months from date of quotation
Performance Class D Options	4,248,000	24 months from date of quotation

For and on behalf of HearMeOut Limited

Peter Webse
Company Secretary