

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Impression Healthcare Limited (Impression)

ACN/ARSN 096 635 246

1. Details of substantial holder (1)

Name Impression Healthcare Limited

ACN/ARSN (if applicable) 096 635 246

The holder became a substantial holder on 07/09/17

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

| Class of securities (4) | Number of securities | Person's votes (5) | Voting power (6) |
|----------------------------|----------------------|--------------------|------------------|
| Fully paid ordinary shares | 22,669,650 | 22,669,650 | 12.69% |

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

| Holder of relevant interest | Nature of relevant interest (7) | Class and number of securities |
|-------------------------------|---|---------------------------------------|
| Impression Healthcare Limited | Deemed relevant interest under section 608(1)(c) of the Corporations Act arising from the restriction on the disposal of shares under voluntary escrow pursuant to the placement letters between Impression and the placement subscribers detailed in Annexure A. | 22,669,650 fully paid ordinary shares |

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Class and number of securities |
|-----------------------------|---------------------------------|--|--------------------------------|
| Refer to Annexure A | Refer to Annexure A | Refer to Annexure A | Refer to Annexure A |

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest | Date of acquisition | Consideration (9) | | Class and number of securities |
|-------------------------------|---------------------|-------------------|----------|---------------------------------------|
| | | Cash | Non-cash | |
| Impression Healthcare Limited | 7 September 2017 | N/A | N/A | 22,669,650 fully paid ordinary shares |

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| n/a | n/a |

7. Addresses

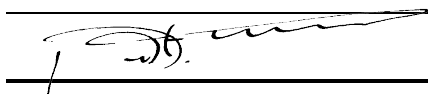
The addresses of persons named in this form are as follows:

| Name | Address |
|------------|------------|
| Annexure B | Annexure B |
| | |

Signature

print name Robert Marusco capacity Company Secretary

sign here



date 07/09/17

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

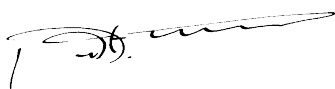
ANNEXURE A

DETAILS OF PRESENT REGISTERED HOLDERS

This is Annexure A of 1 page(s) referred to in Form 603.

| Holder of relevant interest | Registered holder of securities | Persons entitled to be registered holder | Class and number of securities |
|-------------------------------|---|---|--------------------------------------|
| Impression Healthcare Limited | EZR Systems Pty Ltd | EZR Systems Pty Ltd | 2,500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Slade Technologies Pty Ltd <Embrey Family S/F A/C> | Slade Technologies Pty Ltd <Embrey Family S/F A/C> | 1,250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Alignment Capital Pty Ltd | Alignment Capital Pty Ltd | 1,500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Tranaj Nominees Pty Ltd <FT Family A/C> | Tranaj Nominees Pty Ltd <FT Family A/C> | 500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Edentower Pty Ltd | Edentower Pty Ltd | 2,500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr Brian Peter Byass | Mr Brian Peter Byass | 1,125,000 fully paid ordinary shares |
| Impression Healthcare Limited | Guina Nominees Pty Ltd | Guina Nominees Pty Ltd | 1,125,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr Barry Francis Cronin & Kerry-Anne Cronin <Hillview 52 S/F A/C> | Mr Barry Francis Cronin & Kerry-Anne Cronin <Hillview 52 S/F A/C> | 1,750,000 fully paid ordinary shares |
| Impression Healthcare Limited | Rockaway Pty Ltd <Rockaway S/F A/C> | Rockaway Pty Ltd <Rockaway S/F A/C> | 419,650 fully paid ordinary shares |
| Impression Healthcare Limited | Lombardi Super Pty Ltd <Lombardi Super Fund A/C> | Lombardi Super Pty Ltd <Lombardi Super Fund A/C> | 1,500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr Gaetano Cappa | Mr Gaetano Cappa | 250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mack Super Services Pty Ltd <Mack Super Fund A/C> | Mack Super Services Pty Ltd <Mack Super Fund A/C> | 250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr Anthony Michael Malyniak <Ejm A/C> | Mr Anthony Michael Malyniak <Ejm A/C> | 1,000,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr James Owen & Mrs Malgorzata Strogusz | Mr James Owen & Mrs Malgorzata Strogusz | 1,000,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr David Richard Hainsworth | Mr David Richard Hainsworth | 1,000,000 fully paid ordinary shares |
| Impression Healthcare Limited | Blackwall Investments Pty Ltd | Blackwall Investments Pty Ltd | 375,000 fully paid ordinary shares |
| Impression Healthcare Limited | Beretta Nickel Pty Ltd | Beretta Nickel Pty Ltd | 375,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr David Charles Neesham & Mrs Pamela Christine Neesham <Dc & Pc Neesham Super A/C> | Mr David Charles Neesham & Mrs Pamela Christine Neesham <Dc & Pc Neesham Super A/C> | 375,000 fully paid ordinary shares |
| Impression Healthcare Limited | Richsham Nominees Pty Ltd | Richsham Nominees Pty Ltd | 250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Alitime Nominees Pty Ltd <Honeyham Family A/C> | Alitime Nominees Pty Ltd <Honeyham Family A/C> | 625,000 fully paid ordinary shares |
| Impression Healthcare Limited | Mr Paul Ivan Anthony Tonich & Mrs Suzanne Joanna Tonich <Tonich Super Fund A/C> | Mr Paul Ivan Anthony Tonich & Mrs Suzanne Joanna Tonich <Tonich Super Fund A/C> | 1,250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Dr Tony Crea + Mrs Gina Crea <The Crea Superannuation A/C> | Dr Tony Crea + Mrs Gina Crea <The Crea Superannuation A/C> | 500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Jlom Pty Ltd <Jlombardo Superfund A/C> | Jlom Pty Ltd <Jlombardo Superfund A/C> | 250,000 fully paid ordinary shares |
| Impression Healthcare Limited | Chancery Holdings Pty Ltd <Mckenzie No 2 S/F A/C> | Chancery Holdings Pty Ltd <Mckenzie No 2 S/F A/C> | 500,000 fully paid ordinary shares |
| Impression Healthcare Limited | Prof Yew Kwang Ng | Prof Yew Kwang Ng | 500,000 fully paid ordinary shares |

Signature


| | | | |
|-------------|---|-----------|-------------------|
| Print Name: | Robert Marusco | Capacity: | Company Secretary |
| Sign Here: |  | Date: | 07/09/2017 |

ANNEXURE B**ADDRESSES**

This is Annexure B of 1 page(s) referred to in Form 603.

| Name | Address |
|---|--|
| Impression Healthcare Limited | Level 3, 9 Bowman Street, South Perth WA 6151 |
| EZR Systems Pty Ltd | 31 Roberts Street ESSENDON VIC 3040 |
| Slade Technologies Pty Ltd <Embrey Family S/F A/C> | PO Box 17 SAN REMO VIC 3925 |
| Alignment Capital Pty Ltd | 205 757 Bourke Street DOCKLANDS VIC 3008 |
| Tranaj Nominees Pty Ltd <FT Family A/C> | 3301 / 90 Lorimer Street DOCKLANDS VIC 3008 |
| Edentower Pty Ltd | 4 Rushton Court KARDINYA VIC 6163 |
| Mr Brian Peter Byass | 31 Starling Street HAMILTON HILL WA 6163 |
| Guina Nominees Pty Ltd | 31 Starling Street HAMILTON HILL WA 6163 |
| Mr Barry Francis Cronin & Kerry-Anne Cronin <Hillview 52 S/F A/C> | PO Box 9094 Gold Coast MC QLD 9726 |
| Rockaway Pty Ltd <Rockaway S/F A/C> | 2/12 King Street Balwyn VIC 3103 |
| Lombardi Super Pty Ltd <Lombardi Super Fund A/C> | 25 Park Road Mount Lawley WA 6050 |
| Mr Gaetano Cappa | 9 Thurloe Street Bicton WA 6157 |
| Mack Super Services Pty Ltd <Mack Super Fund A/C> | PO Box 449 Melville WA 6956 |
| Mr Anthony Michael Malyniak <Ejm A/C> | 6 Barbados Turn Hillarys WA 6025 |
| Mr James Owen & Mrs Malgorzata Strogusz | C/- Ausiex, Po Box 8555 Perth BC WA 6849 |
| Mr David Richard Hainsworth | PO Box 7936 Cloisters Square WA 6850 |
| Blackwall Investments Pty Ltd | PO Box 9068 Subiaco WA 6008 |
| Beretta Nickel Pty Ltd | PO Box 9068 Subiaco WA 6008 |
| Mr David Charles Neesham & Mrs Pamela Christine Neesham <Dc & Pc Neesham Super A/C> | 137 Stoneham Road Attadale WA 6156 |
| Richsham Nominees Pty Ltd | 137 Stoneham Road Attadale WA 6156 |
| Alitime Nominees Pty Ltd <Honeyham Family A/C> | PO Box 8292 South Perth WA 6151 |
| Mr Paul Ivan Anthony Tonich & Mrs Suzanne Joanna Tonich <Tonich Super Fund A/C> | C/- Altitude Real Estate Po Box 883 Subiaco PO WA 6904 |
| Dr Tony Crea + Mrs Gina Crea <The Crea Superannuation A/C> | 15 San Antonio Court Wynn Vale SA 5127 |
| Jlom Pty Ltd <Jlombardo Superfund A/C> | 7 Willowtree Crescent Niddrie VIC 3042 |
| Chancery Holdings Pty Ltd <Mckenzie No 2 S/F A/C> | 68 Kingsway Nedlands WA 6009 |
| Prof Yew Kwang Ng | 102 Nanyang Crescent #11-05 Singapore |

Signature

| | | | |
|-------------|---|-----------|-------------------|
| Print Name: | Robert Marusco | Capacity: | Company Secretary |
| Sign Here: |  | Date: | 07/09/2017 |