

2 October 2017

Dear Shareholder

### **NON-RENOUNCEABLE RIGHTS ISSUE TO RAISE UP TO \$1,339,443**

On 31 August 2017, Impression Healthcare Limited (**Company**) announced that it would be offering shareholders the opportunity to participate in a non-renounceable pro-rata entitlement offer to raise up to \$1,339,443 (before costs) (**Offer**), on the basis of three fully paid ordinary share in the capital of the Company (**New Share**) for every eight fully paid ordinary shares held at the record date, at an issue price of \$0.02 per New Share, with an attaching \$0.04 unlisted option expiring on 30 September 2020 for every one Share subscribed for and issued (**New Options**).

If the Offer is fully subscribed, a total of 66,972,144 New Shares and 66,972,144 New Options will be issued (subject to rounding).

Only shareholders with a registered address in Australia and New Zealand will be eligible to participate in the Offer (**Eligible Shareholders**).

The Offer is made to Eligible Shareholders registered at 5.00pm (Perth-time) on the record date of 6 October 2017 (**Record Date**).

The Offer will be made pursuant to a prospectus to be lodged with ASIC and ASX on 2 October 2017 (**Prospectus**) and which will be available on the Company's website at [impression.healthcare](http://impression.healthcare) and on the ASX website at [www.asx.com.au](http://www.asx.com.au).

### **Option holders**

The purpose of this letter is to give you notice, as an option holder of the Company, that if you wish to participate in the Offer in relation to the shares underlying your options, you must exercise your options before the Record Date.

Notice of exercise of your options and payment of the exercise price of the options must be received by the Company's share registry, Security Transfer Registrars Pty Limited, on or before 5 October 2017. Any notice of exercise of options received after this date cannot be assured of the allotment of shares by the Record Date.

There is no obligation for you to exercise your options. This letter is intended to inform you of your rights in relation to your options and the Offer. If you do not wish to participate in the Offer, you do not need to take any action.

### **Purpose of Offer**

Successful completion of the Offer will raise up to \$1,339,443 (before costs). A majority of the funds raised from the Offer will be used to fund existing operations (being the Company's current product range comprising Gameday mouthguards, Denti teeth whitening and the Knight Guard teeth grinding guard), sales and marketing (including digital marketing, advertising, social media interaction, development and management of Gameday Ambassadors and Partners Program), the redemption of a proportion of the Company's existing convertible notes and working capital requirements.

## Indicative Timetable

The timetable for the Offer is as follows:

Event	Date
Notice of Offer sent to option holders	2 October 2017
Lodgment of Prospectus with ASIC and ASX	2 October 2017
Notice of Offer sent to shareholders	4 October 2017
Ex-Date	5 October 2017
Record Date	6 October 2017
Prospectus and entitlement and acceptance form dispatched to shareholders	11 October 2017
Opening date	11 October 2017
Closing date	10 November 2017
New Shares quoted on a deferred settlement basis	13 November 2017
Notification of shortfall	15 November 2017
Issue date. Allotment and issue of New Shares and New Options	17 November 2017

The above timetable is indicative only and all dates may be subject to change. The Company Directors reserve the right to extend the Closing Date for the Offers at their discretion. Should this occur, the extension will have a consequential effect on the anticipated date of issue for the New Shares and New Options.

## Shortfall

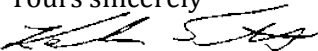
If Eligible Shareholders do not wish to take up any part of their entitlement they are not required to take any action. That part of their entitlement that is not taken up, and which is not subscribed for under a shortfall offer by other Eligible Shareholders, will form the shortfall and will be placed, subject to a first right of refusal by the lead manager, at the discretion of the Company board within 3 months of the Closing Date of the Offer.

## Prospectus

Details of the Offer will be contained in the Prospectus. Eligible Shareholders should consider the Prospectus carefully before deciding whether to participate in the Offer and consult with their professional advisors if they have any queries.

The Company's Directors intend to apply for their full entitlement under the Entitlement Offer.

Yours sincerely



Kelvin Smith

**Non- Executive Chairman**

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IMPRESSION HEALTHCARE LIMITED

Registered Office: PO Box 840, South Perth WA 6951

Telephone: +61 (0) 8 9217 2400| Fax: +61 8 9217 2401

ABN: 93 096 635 246

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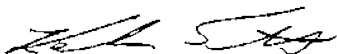
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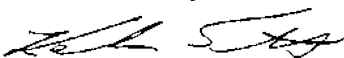
### **Ineligible Shareholders**

The Company has determined that it would be unreasonable to extend participation in the Offer to shareholders who do not have a registered address in Australia or New Zealand (**Ineligible Shareholders**) having regard to:

- (a) the number of Ineligible Shareholders;
- (b) the number and value of New Shares and New Options that would otherwise be offered to Ineligible Shareholders; and
- (c) the cost of complying with overseas legal and regulatory requirements.

For your information only, details of the Offer are contained in the prospectus which has been lodged with ASIC and ASX on 2 October 2017. The Prospectus is available on the Company's website at [impression.healthcare](http://impression.healthcare) and on the ASX website at [www.asx.com.au](http://www.asx.com.au).

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