

PRE-QUOTATION DISCLOSURE NOTICE

The following information is required to be provided to ASX Limited ("**ASX**") for release to the market in connection with the official quotation trading of fully paid ordinary shares ("**Shares**") in Oceania Healthcare Limited ARBN 617 539 367 ("**Oceania**").

Unless otherwise defined in this notice, capitalised terms used in this notice have the meanings given to them in the product disclosure statement ("**PDS**") registered with the New Zealand Registrar of Financial Services Providers on 31 March 2017 and lodged by Oceania with the Australian Securities and Investments Commission ("**ASIC**") on 31 March 2017.

1. Final Price and number of Shares to issued

The Final Price per Share under the Offer was NZ\$0.79.

The number of Shares, which have been issued under each component of the Offer, as well as under the New LTIP, is as follows:

Component of the Offer	Number of Shares
Broker Firm Offer	117,590,974
Priority Offer	5,295,499
Institutional Offer	130,278,084
New LTIP	3,164,557
Shares already on issue pre-completion of the offer	353,925,421
Total number of Shares on issue on listing	610,254,535

2. Basis of allocation of Shares and procedures for determining allocations

The allocation of Shares between the Institutional Offer, Broker Firm Offer and Priority Offer was determined by agreement between the Joint Lead Managers and Oceania.

The basis of allocation of Shares for each component of the Offer is/was as follows:

- **Broker Firm Offer:** Available only to New Zealand resident clients of selected NZX Firms, who have received an allocation from that NZX Firm. It was a matter for each NZX Firm as to how they allocated Shares among their New Zealand resident clients.
- **Priority Offer:** Available only to selected employees, directors and consultants of the Oceania Group.
- **Institutional Offer:** The allocation of Shares among the Institutional Investors in the Institutional Offer was an invitation to bid for Shares via a Bookbuild to selected Brokers and Institutional Investors in New Zealand, Australia, Hong Kong, Singapore and certain other jurisdictions. The Joint Lead Managers advised successful Applicants in the Institutional Offer of their allocations on 12 April 2017.

Oceania's Share Registrar, Computershare Investor Services Limited, will despatch notices and holding statements to successful Applicants on 4 May 2017 (ASX settlement) and 5 May 2017 (NZX settlement). If Applicants under the Priority Offer would like to confirm their allocation, or make general enquiries regarding the Offer, they should contact Oceania's Share Registrar, Computershare Investor Services Limited on +64 (9) 488 8777. Applicants under the Broker Firm Offer may confirm their allocations by contacting their respective NZX Firm.

It is the responsibility of each Applicant to confirm their holding before trading in Shares. Applicants who sell Shares before they receive an initial holding statement do so at their own risk.

3. Funds raised pursuant to Bookbuild

Set out below is further information in respect of funds raised pursuant to the Bookbuild undertaken in connection with the Offer (further details of which are set out in Section 5 of the PDS):

- (a) 253,164,557 Shares will be allocated under the Bookbuild at a price of NZ\$0.79 per Share ("**Bookbuild Price**");
- (b) no Shares were taken up by related parties or promoters of Oceania;
- (c) no concessionary fee or other arrangements were entered into which have had the result that the effective issue price by some allottees differs materially from the Bookbuild Price;
- (d) no arrangements were entered into which have had the result that some allottees received a material benefit for agreeing to participate in the Bookbuild at the Bookbuild Price and which is not received by other allottees; and
- (e) no arrangements were entered into with associates of Oceania or the bookrunner to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild. However, clause 5.1(b) of the OMA permitted bookrunners and their associates to bid and subscribe for Shares under the Offer.

4. Issue of Shares and despatch of holding statements

Oceania issued a total of 253,164,557 Shares to Applicants under the Offer on 3 May 2017 (ASX Settlement) and 4 May 2017 (NZX Settlement).

Oceania confirms that Oceania's Share Registrar, Computershare Investor Services Limited will despatch CHESS holding notices (for those holdings held on the CHESS sub-register) and issuer sponsored holding statements (for all other holdings) to all Applicants settling on ASX on 4 May 2017. If applicable, refunds will be made as soon as practicable thereafter in accordance with applicable law.

5. Statement of the 20 largest shareholders

Set out below is a statement as at 4 May 2017 of the 20 largest holders of ordinary shares, being the only class of securities of Oceania to be quoted, and the number and percentage of Shares to be held by those holders.

	Full Name	Shares	% of Issued Capital
1	Oceania Healthcare Holdings Limited	349,175,418	57.21
2	New Zealand Central Securities Depository Limited	105,876,601	17.34
3	Custodial Services Limited <A/C 3>	11,195,800	1.83
4	JP Morgan Nominees Australia Limited	10,187,710	1.66
5	Custodial Services Limited <A/C 4>	6,975,400	1.14
6	FNZ Custodians Limited	6,967,435	1.14
7	Generate Kiwisaver Public Trust Nominee	4,100,000	0.67
8	Leveraged Equities Finance Limited	3,745,158	0.61
9	National Nominees Limited	3,705,110	0.60
10	Custodial Services Limited <A/C 2>	3,694,300	0.60
11	Custodial Services Limited <A/C 18>	3,554,500	0.58
12	Harrogate Trustee Limited <Brandywine A/C>	3,504,260	0.57
13	National Nominees Limited <Db A/C>	3,164,557	0.51
14	OCA Employees Trustee Limited	3,164,557	0.51
15	Custodial Services Limited <A/C 16>	2,932,200	0.48
16	HSBC Custody Nominees (Australia) Limited <A/C 3>	2,750,000	0.45
17	Hsbc Custody Nominees (Australia) Limited	2,603,590	0.42
18	Custodial Services Limited <A/C 1>	2,444,200	0.40
19	Carla Jane Pearce & Celia Gasparich & Earl Gasparich <Gasparich Family A/C>	2,023,078	0.33
20	Forsyth Barr Custodians Limited <1-Custody>	1,796,100	0.29
Totals: Top 20 holders of Ordinary Shares		533,559,974	
Total: Issued Capital		610,254,535	

6. Distribution schedule of shareholders

Set out below is an indicative statement as at 4 May 2017 setting out the total number of shareholders and the number of shareholders by shareholding capacity.

Range	Total Holders	Holder Count %	Shares	% of Issued Capital
1 to 1,000	13	0.57	10,500	0.00
1,001 to 5,000	458	20.18	2,245,832	0.37
5,001 to 10,000	549	24.19	4,444,611	0.73
10,001 to 100,000	1,110	48.90	33,218,057	5.44
100,001 to 9,999,999,999,999	140	6.17	570,335,535	93.46
Rounding		-0.01		
Total	2,270	100.00	610,254,535	100.00

Further information

All enquiries regarding the Offer can be directed to:

Computershare Investor Services Limited

Telephone (New Zealand): 0800 222 065 or +64 9 488 8777

Telephone (Australia): 1800 501 366 or +61 3 9415 4803

Oceania Healthcare Limited

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