

Results of Scheme Meeting

- **ResApp shareholders approve the scheme of arrangement**
- **Second Court Hearing to be held at 9:15am (AEST) on 13 September 2022 at the Supreme Court of New South Wales**

Brisbane, Australia, 7 September 2022 – ResApp Health Limited (ASX:RAP) (**ResApp**) today announces that ResApp shareholders approved, by requisite majority, the scheme of arrangement with Pfizer Australia Holdings Pty Limited (a wholly-owned subsidiary of Pfizer Inc, a global biopharmaceutical company) (**Pfizer**) under which it is proposed Pfizer will acquire 100% of shares in ResApp (the **Scheme**).

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), a detailed report of the votes cast in respect to the resolutions approving the Scheme is attached to this announcement in Annexure A.

Although ResApp shareholder approval has been obtained, the Scheme remains subject to a number of conditions as set out in the revised scheme implementation deed as announced to ASX on 3 August 2022, including:

- the Supreme Court of New South Wales approving the Scheme;
- the Independent Expert continuing to conclude that the Scheme is in the best interests of ResApp shareholders; and
- the satisfaction or waiver of any remaining conditions prior to the Second Court Hearing.

Subject to these remaining conditions being satisfied or waived, implementation of the Scheme is expected to occur on 23 September 2022 (see indicative timetable below).

Second Court Hearing

The Second Court Hearing will be held at 9:15am (AEST) on 13 September 2022 at the Supreme Court of New South Wales at 184 Phillip St, Sydney, New South Wales.

Important Dates and Times

The key events and the expected timing in relation to the approval and implementation of the Scheme are set out in the table below.

| Event | Expected Date |
|--|------------------------------------|
| Second Court Date | 9:15am (AEST) on 13 September 2022 |
| Effective Date of the Scheme | 14 September 2022 |
| Last date of trading of ResApp shares on ASX | 14 September 2022 |
| Record Date for determining entitlements to the Scheme Consideration | 7:00pm (AEST) on 16 September 2022 |
| Implementation Date for the Scheme and payment of Scheme Consideration | 23 September 2022 |

Note: All stated dates and times are indicative only and subject to necessary approvals from the Court and each other condition precedent to the Scheme being satisfied or waived. ResApp has the right to vary the timetable detailed above subject to the approval of such variation by Pfizer, the Court and ASIC where required. Any changes to the above timetable will be announced to ASX and will be available under ResApp's profile on ASX at www.asx.com.au.

ResApp will update ResApp shareholders as to any material developments in relation to the Scheme as the timetable progresses.

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About ResApp Health Limited

ResApp Health Limited (ASX: RAP) is a leading digital health company developing smartphone applications for the diagnosis and management of respiratory disease. ResApp's machine learning algorithms use sound to diagnose and measure the severity of respiratory conditions without the need for additional accessories or hardware. ResApp's regulatory-approved and clinically validated products include ResAppDx, a smartphone-based acute respiratory disease diagnostic test; SleepCheckRx, a prescription-only smartphone application that screens adults for moderate to severe sleep apnoea; and SleepCheck, a smartphone application which allows consumers to self-assess their risk of sleep apnoea. For more information, please visit www.resapphealth.com.au.

Contacts

Dr Tony Keating
CEO and Managing Director
+61 430 180 659
tony@resapphealth.com.au

Mr Brian Leedman
Executive Director, Corporate Affairs
+61 412 281 780
brian@resapphealth.com.au

This ASX announcement was approved and authorised for release by the board of directors of ResApp Health.

Annexure A – Voting results of the Scheme Meeting

Disclosure of Proxy Votes

RESAPP HEALTH LIMITED

Scheme Meeting

Wednesday, 07 September 2022



Automic

GPO Box 5193, Sydney, NSW 2001

P 1300 288 664 (aus) or +61 (0)2 9698 5414 (world)

F +61 (0)2 8583 3040 E hello@automic.com.au

ABN 27 152 260 814

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | Proxy Votes | | | | Poll Results (if applicable) | | |
|--|--|--|-----------------------|----------------------|------------|--------------------|------------------------------|----------------------|------------|
| | | | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN |
| 1 Amending Resolution - That the proposed Scheme Resolution in the Notice of Meeting contained in Schedule 6 to the Scheme Booklet be amended by adding the words highlighted in bold characters as follows: "That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between ResApp and the holders of its ordinary shares as contained in and more particularly described in the Scheme Booklet (as amended by the Supplementary Scheme Booklet dated 5 August 2022) of which the Notice of Scheme Meeting forms part, is agreed to (with or without alterations or conditions as approved by the Court to which ResApp and Pfizer Australia agree), and ResApp is authorised, subject to the terms of the Scheme Implementation Deed to agree to such alterations or conditions, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions." | P | 500,582,160 | 401,691,076 80.24% | 94,138,182 18.81% | 11,901,647 | 4,752,902 0.95% | 485,235,323 83.69% | 94,598,182 16.31% | 11,901,647 |



| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | Proxy Votes | | | | Poll Results (if applicable) | | |
|---|--|--|-----------------------|-----------------------|------------|--------------------|------------------------------|-----------------------|------------|
| | | | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN |
| 2 Scheme Resolution - That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between ResApp and the holders of its ordinary shares as contained in and more particularly described in the Scheme Booklet (as amended by the Supplementary Scheme Booklet dated 5 August 2022) of which the Notice of Scheme Meeting forms part, is agreed to (with or without alterations or conditions as approved by the Court to which ResApp and Pfizer Australia agree), and ResApp is authorised, subject to the terms of the Scheme Implementation Deed to agree to such alterations or conditions, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions. | P | 500,781,440 | 393,655,308 78.61% | 102,729,935 20.51% | 11,702,367 | 4,396,197 0.88% | 476,842,850 82.21% | 103,189,935 17.79% | 11,702,367 |



Poll Declaration

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In accordance with section 250L of the Corporations Act 2001, the following information confirms the results of the Poll completed at the Company meeting.

| Resolution | Poll Results | |
|--|---|--|
| | VOTES | |
| | FOR | AGAINST |
| 1 Amending Resolution - That the proposed Scheme Resolution in the Notice of Meeting contained in Schedule 6 to the Scheme Booklet be amended by adding the words highlighted in bold characters as follows: "That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between ResApp and the holders of its ordinary shares as contained in and more particularly described in the Scheme Booklet (as amended by the Supplementary Scheme Booklet dated 5 August 2022) of which the Notice of Scheme Meeting forms part, is agreed to (with or without alterations or conditions as approved by the Court to which ResApp and Pfizer Australia agree), and ResApp is authorised, subject to the terms of the Scheme Implementation Deed to agree to such alterations or conditions, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions." | securities 485,235,323 (83.69%) | securities 94,598,182 (16.31%) |
| | holders 980 (65.16%) | holders 515 (34.24%) |

ABSTAIN

securities

11,901,647

holders

9 (0.60%)

Kesone Sunphantry
Returning Officer



Poll Declaration

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| | | Poll Results | |
|---|---|---|---------|
| Resolution | | VOTES | |
| | | FOR | AGAINST |
| 2 Scheme Resolution - That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between ResApp and the holders of its ordinary shares as contained in and more particularly described in the Scheme Booklet (as amended by the Supplementary Scheme Booklet dated 5 August 2022) of which the Notice of Scheme Meeting forms part, is agreed to (with or without alterations or conditions as approved by the Court to which ResApp and Pfizer Australia agree), and ResApp is authorised, subject to the terms of the Scheme Implementation Deed to agree to such alterations or conditions, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions. | securities 476,842,850 (82.21%) | securities 103,189,935 (17.79%) | |
| | holders 934 (62.10%) | holders 564 (37.50%) | |

ABSTAIN

securities

11,702,367

holders

6 (0.40%)

Kesone Sunphantry

Returning Officer

