

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

NOVITA HEALTHCARE LIMITED

ABN

180 150 750

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---------------------------------------|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 14,377,766 unlisted employee options. |

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Appendix 3B
New issue announcement

- 3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)

Unlisted employee options entitling the employee to be issued on a 1 for 1 basis with fully paid ordinary shares to rank equally in all respects with existing ordinary shares on the following terms.

1. 7,188,883 options exercisable at 3.0¢ after 3 October 2019 on of the following conditions being satisfied:
 - (a) For any period of 20 consecutive days commencing after the end of 3 October 2019 the share price of Novita Healthcare Limited fully paid ordinary shares listed on the Australian Stock Exchange is a minimum of 6.0¢ per share, and
 - (b) The Company achieves an operating profit for 2HFY19 (In the case that there are changes to the business plan approved by the board the CEO and the board will negotiate in good faith any revision to the operating profit vesting criteria.
2. 7,188,883 options exercisable at 3.0¢ after 3 October 2020 on of the following conditions being satisfied:
 - (a) For any period of 20 consecutive days commencing after the end of 3 October 2020 the share price of Novita Healthcare Limited fully paid ordinary shares listed on the Australian Stock Exchange is a minimum of 9.0¢ per share, and
 - (b) The Company achieves an operating profit for 2HFY19 (In the case that there are changes to the business plan approved by the board the CEO and the board will negotiate in good faith any revision to the operating profit vesting criteria.

The options have a term of 5 years from 3 October 2017 and expire on 3 October 2022. The options may be exercised subject to the exercise conditions being met and payment of the exercise price are subject to a restriction on sale for 1 year with the exception of a portion may be sold to meet tax obligations.

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4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>The unlisted options do not rank equally with any existing quoted securities, but if exercised the new shares issued will be listed and rank equally with existing quoted securities.</p> <p>Conditional upon meeting the exercise conditions the following new fully paid shares may be issued</p> <ol style="list-style-type: none"> 1. 7,188,883 on or after 3 October 2019, and 2. 7,188,883 on or after 3 October 2020 <p>If not options not exercised prior to 3 October 2022 no new shares will be issued</p>
5	Issue price or consideration	Nil consideration.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	A sign-on and long-term incentive for Mr Smith to join Novita Healthcare Limited as Chief Executive Officer.
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	Yes
6b	The date the security holder resolution under rule 7.1A was passed	29/11/2016
6c	Number of +securities issued without security holder approval under rule 7.1	Nil
6d	Number of +securities issued with security holder approval under rule 7.1A	16,666,667

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Appendix 3B
New issue announcement

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil				
6f	Number of +securities issued under an exception in rule 7.2	39,583,273				
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Issue price was 97% of the 15 day VWAP calculated for the trading days for NHL up to and including 13/07/2017, being \$0.031 per share. Source: Weblink Pty Ltd (data provider) https://www.weblink.com.au				
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable.				
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	71,944,366				
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	3 October 2017				
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>359,444,132</td> <td>fully paid ordinary shares (NHL)</td> </tr> </tbody> </table>	Number	+Class	359,444,132	fully paid ordinary shares (NHL)
Number	+Class					
359,444,132	fully paid ordinary shares (NHL)					

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9	<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">14,377,766</td> <td>Employee options</td> </tr> </tbody> </table>	Number	+Class	14,377,766	Employee options
Number	+Class				
14,377,766	Employee options				
10	<table border="1" style="width: 100%;"> <tr> <td style="width: 50%;">Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</td> <td style="width: 50%;">Ranks equally with all other securities.</td> </tr> </table>	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Ranks equally with all other securities.		
Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Ranks equally with all other securities.				

Part 2 - Pro rata issue

Not a Pro-rate issues so Questions 11 to 33 not applicable

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

The employee options are a new class of securities but will not be listed so box 34(a) not ticked

Questions 35 to 37 not applicable

Box 34(b) not ticked

Questions 38 to 42 not applicable

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Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: John Osborne. Date: 3 October 2017

Print name: John Osborne
 (Company secretary)

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	204,838,430
Add the following:	
<ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 	39,583,273
<ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval 	114,022,429
<ul style="list-style-type: none"> • Number of partly paid +ordinary securities that became fully paid in that 12 month period 	N/A
<i>Note:</i>	
<ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	N/A
“A”	358,444,132

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Appendix 3B
New issue announcement

Step 2: Calculate 15% of "A"	
"B"	0.15 <i>[Note: this value cannot be changed]</i>
Multiply "A" by 0.15	53,766,620
Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p>Note:</p> <ul style="list-style-type: none"> • This applies to equity securities, unless specifically excluded – not just ordinary securities • Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed • It may be useful to set out issues of securities on different dates as separate line items 	1,000,000
"C"	1,000,000
Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1	
"A" x 0.15	53,766,620
<i>Note: number must be same as shown in Step 2</i>	
Subtract "C"	1,000,000
<i>Note: number must be same as shown in Step 3</i>	
Total ["A" x 0.15] – "C"	52,766,620
	<i>[Note: this is the remaining placement capacity under rule 7.1]</i>

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Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	358,444,132
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	35,944,413
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Placement Tranche 1 - 16,666,667
“E”	16,666,667

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Appendix 3B
New issue announcement

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	35,944,413
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	16,666,667
Total ["A" x 0.10] – "E"	19,277,746 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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