

21 November 2017

Oneview Healthcare PLC

IRISH COMPANY REGISTRATION (513842)
(ARBN 610 611 768)



RETAIL ENTITLEMENT OFFER

Details of a 1 for 4.35 accelerated non-renounceable pro rata entitlement offer of new Oneview CDIs at an offer price of \$2.00 per new Oneview CDI.





Welcome
Maria

Treatment Team

Sarah Cochran
Anne Caplan

1/5

Learn how to check your own blood sugar

28

You have 7 new messages
You have 2 new items to read

1

Review your personalized menu
and order to meet for yourself or a guest

Education

Entertainment

Communication

General Information



Retail Entitlement Offer closes at 5.00pm (AEDT) on Monday, 4 December 2017

This is an important document which is accompanied by an Entitlement and Acceptance Form. If you are an Eligible Retail Securityholder, you should read both in full. This Retail Information Booklet is not a prospectus under the Corporations Act or the Irish Prospectus Regulations and has not been lodged with (i) ASIC or (ii) submitted to or reviewed or approved by the Central Bank of Ireland or any other European regulatory authority. If you have any doubt about whether you should participate in the Retail Entitlement Offer, you should seek professional advice from a licensed advisor before making any investment decision. You can also contact the Oneview Healthcare Entitlement Offer Information Line on 1300 145 340 (within Australia) or +61 3 9415 4291 (outside Australia) at any time from 8.30am to 5.30pm (AEDT) Monday to Friday during the Retail Entitlement Offer Period if you have any questions about the details of the Retail Entitlement Offer.



Important information

This Retail Information Booklet (other than the Announcements) is dated 21 November 2017 and relates to the Retail Entitlement Offer, which is part of the Entitlement Offer and Placement by Oneview to raise approximately \$30 million. Capitalised terms in this section have the same meaning given to them in this Retail Information Booklet.

The Retail Entitlement Offer is being made pursuant to section 708AA of the Corporations Act (as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73). This Retail Information Booklet does not contain all of the information which an Eligible Retail Securityholder may require to make an informed investment decision. This Retail Information Booklet is not a prospectus or other disclosure document under the Corporations Act or the Irish Prospectus Regulations and has not been lodged with (i) ASIC or (ii) submitted to or reviewed or approved by the Central Bank of Ireland or any other European regulatory authority.

The information in this Retail Information Booklet does not constitute financial product advice and does not take into account your investment objectives, financial situation or particular needs. This Retail Information Booklet should be read in full before you decide to participate in the Retail Entitlement Offer. You should also read and understand the information on Oneview and the Retail Entitlement Offer made publicly available by Oneview, before deciding to participate. In particular, please refer to the enclosed materials and Announcements, Oneview's interim and annual reports and other announcements made available at **www.oneviewhealthcare.com.au** or **www.asx.com.au** (including Oneview's annual report for the year ended 31 December 2016).

By returning an Entitlement and Acceptance Form or otherwise paying for your New CDIs and any Additional New CDIs through BPAY® in accordance with the instructions on the Entitlement and Acceptance Form, you acknowledge that you have read this Retail Information Booklet and you have acted in accordance with and agree to the terms of the Retail Entitlement Offer detailed in this Retail Information Booklet.

Future performance

This Retail Information Booklet contains certain "forward-looking statements", including Oneview's expectations about the performance of its business or success of the Retail Entitlement Offer. The words "forecast", "estimate", "likely", "anticipate", "believe", "expect", "project", "opinion", "predict", "outlook", "guidance", "intend", "should", "could", "may", "target", "plan", "project", "consider", "forecast", "aim", "will" and similar expressions are intended to identify such forward-looking statements. You are cautioned not to place undue reliance on forward-looking statements. While due care and attention has been used in the preparation of any forward-looking statements, any such statements in this Retail Information Booklet are based on assumptions

and contingencies subject to change without notice, as are statements about market and industry trends, projections, guidance and estimates.

Any forward-looking statements contained in this Retail Information Booklet are provided as a general guide only, they are not guarantees or predictions of future performance and involve known and unknown risks, contingencies and uncertainties and other factors, many of which are beyond the control of Oneview and cannot be predicted by Oneview, and may involve significant elements of subjective judgment and assumptions as to future events, which may or may not be correct and therefore you are cautioned not to place undue reliance on such information. Refer to the "Key Risks" section of the Investor Presentation for a non-exhaustive summary of certain general and company-specific risk factors that may affect Oneview. Actual results, performance or achievements may vary materially from any forward-looking statements and the assumptions on which such statements are based, as may statements about market or industry trends, which are based on interpretations of current market conditions and risks, circumstances and events specific to the industry, countries and markets in which Oneview and its related bodies corporate and associated undertakings operate. Neither Oneview, nor any other person, gives any representation, warranty, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statement will actually occur.

Eligible Retail Securityholders should consider any forward-looking statements contained in this Retail Information Booklet in light of those risks and disclosures. Any forward-looking statements are based on information available to Oneview as at the date of this Retail Information Booklet and may involve significant elements of subjective judgement and assumptions as to future events which may or may not be proven to be correct. Except as required by law or regulation (including the ASX Listing Rules), Oneview disclaims any obligation and makes no undertaking to provide any additional or updated information whether as a result of new information, future events or results or otherwise, or to reflect any change in expectations or assumptions.

Neither the Underwriter, nor any of its respective affiliates, related bodies corporate (as that term is defined in the Corporations Act), nor their respective directors, employees, officers, representatives, agents, partners, consultants and advisers (together the Underwriter Parties), have authorised, approved or verified any forward-looking statements or any other statements. To the maximum extent permitted by law, the Underwriter and each of the Underwriter Parties expressly disclaim all liabilities in respect of, make no representations regarding, and take no responsibility for, any part of this Retail Information Booklet and make no representation or warranty as to the currency, accuracy, reliability or completeness of this Retail Information Booklet.

Past performance

Past performance and pro-forma historical information in this Retail Information Booklet is given for illustrative purposes only and cannot be relied upon as an indicator of (and provides no guidance as to) future Oneview performance. The historical information in this Retail Information Booklet is, or is based upon, information that has been released to ASX.

Not for distribution outside Australia, New Zealand and Ireland

This Retail Information Booklet and accompanying Entitlement and Acceptance Form do not constitute an offer in any jurisdiction in which, or to any person to whom it would not be lawful to make such an offer or invitation.

In particular, this Retail Information Booklet does not constitute an (i) offer to sell, or a solicitation of an offer to buy, any securities in the United States or (ii) an offer of transferable securities to the public in Ireland or elsewhere in the European Economic Area and no action has been taken to permit such an offer. The New CDIs have not been, nor will be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States.

The part of your Retail Entitlement may not be taken up by, and the New CDIs may not be offered or sold to, any person in the United States or any person (including a nominee or custodian) that is, or is acting for the account or benefit of, any person in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

This Retail Information Booklet may not be released or distributed in the United States. The distribution of this Retail Information Booklet in other jurisdictions outside Australia, New Zealand and Ireland may also be restricted by law and any such restrictions should be observed. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

Risks

An investment in Oneview CDIs is subject to known and unknown risks, some of which are beyond the control of Oneview, including possible loss of income and principal invested. Oneview does not guarantee any particular rate of return or the performance of Oneview nor does it guarantee the repayment or maintenance of capital or any particular tax treatment. Refer to the “Key Risks” section of the Investor Presentation included in Section 5 of this Retail Information Booklet for a non-exhaustive summary of general and specific risk factors that may affect Oneview.

Definitions, time and currency

Defined terms used in this Retail Information Booklet are contained in the Glossary. All references to time are to Australian Eastern Daylight Time (**AEDT**), unless otherwise indicated.

All references to ‘\$’ are AUD unless otherwise indicated.

Taxation

There will be tax implications associated with participating in the Retail Entitlement Offer and receiving New CDIs. Section 6 provides for a general guide to the Australian income tax, goods and services tax and stamp duty implications of the Retail Entitlement Offer for Eligible Retail Securityholders. The guide does not take account of the individual circumstances of particular Eligible Retail Securityholders and does not constitute tax advice. Oneview recommends that you consult your professional tax advisor in connection with the Retail Entitlement Offer.

Other general matters

Please read carefully Section 7 of this Retail Information Booklet for other important notices, disclaimers and acknowledgements.

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Summary of Entitlement Offer and Key Dates

Summary of Entitlement Offer

Ratio	1 New CDI for every 4.35 Oneview CDIs held on the Record Date
Offer Price	\$2.00 per New CDI
Number of New CDIs available under the Retail Entitlement Offer	4,128,055 New CDIs (including Additional New CDIs)
Gross proceeds of Retail Entitlement Offer	~A\$8 million

Key Dates

EVENT	DATE
Announcement of the Institutional Placement and Entitlement Offer	17 November 2017
Record Date for determining eligibility for the Retail Entitlement Offer (7.00pm)	21 November 2017
Despatch of Retail Information Booklets and Entitlement and Acceptance Forms to Eligible Retail Securityholders	by 23 November 2017
Retail Entitlement Offer opens	23 November 2017
New CDIs under the Institutional Entitlement Offer and Placement are issued and commence trading on ASX on a normal settlement basis	29 November 2017
Retail Entitlement Offer closes (5.00pm)	4 December 2017
Issue of New CDIs (including Additional New CDIs) under the Retail Entitlement Offer	11 December 2017
Despatch of holding statements for New CDIs issued under the Retail Entitlement Offer	12 December 2017
New CDIs issued under the Retail Entitlement Offer commence trading on ASX on a normal settlement basis	12 December 2017

These dates are indicative only and are subject to change without notice. All references to time are to Australia Eastern Daylight Time (**AEDT**). Subject to the requirements of the Corporations Act, the ASX Listing Rules and any other applicable laws, Oneview has the right, with the consent of the Underwriter, to amend the timetable. In particular, Oneview reserves the right to extend the Retail Closing Date and to accept late Applications under the Retail Entitlement Offer (either generally or in particular cases). Any extension of the Retail Closing Date will have a consequential effect on the Issue Date.

The quotation of New CDIs is subject to confirmation from the ASX.

Cooling off rights do not apply to an investment in New CDIs or Additional New CDIs. You cannot withdraw your Application once it has been accepted. Eligible Retail Securityholders wishing to participate in the Retail Entitlement Offer are encouraged to submit their Entitlement and Acceptance Form as soon as possible after the Retail Entitlement Offer opens.

Enquiries

If you have any doubt about whether you should participate in the Retail Entitlement Offer, you should seek professional advice from a licensed advisor before making any investment decision.

If you have questions on how to complete the Entitlement and Acceptance Form or how to take up your Retail Entitlement, or have lost your Entitlement and Acceptance Form and would like a replacement form, please call the Oneview Healthcare Entitlement Offer Information Line 1300 145 340 (within Australia) or on +61 3 9415 4291 (outside Australia) at any time from 8.30am to 5.30pm Monday to Friday during the Retail Entitlement Offer Period.

Chairman's letter

21 November 2017

Dear Securityholder,

On behalf of the Oneview Board, I invite you to participate in Oneview's 1 for 4.35 accelerated non-renounceable pro rata entitlement offer of new chess depositary interests over fully paid ordinary shares in Oneview at an offer price of \$2.00 per New CDI to raise approximately A\$25 million.

On 17 November 2017, Oneview announced the Entitlement Offer, with an institutional Placement of approximately 2.5 million New CDIs to raise approximately A\$5 million. The total Entitlement Offer and Placement will comprise an offer of approximately 15.0 million New CDIs to raise approximately A\$30 million. Proceeds from the Placement and Entitlement Offer will be used to provide balance sheet flexibility to deliver on Oneview's growth strategy.

The Offer has been designed to allow eligible retail and institutional securityholders to participate whilst also providing an opportunity for new institutional investors to join the register.

The successful completion of this equity raising will position us for future growth and to respond to our rapidly expanding market opportunities as we broaden our product portfolio.

The equity raising will provide us with the financial flexibility to execute our business plan and deliver fresh growth, not just in relation to our core inpatient product but also to bring our other three new, substantially complete, products to market. We are very excited by the opportunities our new Android platform will deliver to our customers and look forward to providing more operating system choice for our clients.

Details of the Entitlement Offer

The Entitlement Offer comprises an institutional component to raise approximately \$16.8 million, and a retail component to raise approximately \$8.3 million.

The Entitlement Offer is fully underwritten by Macquarie Capital (Australia) Limited subject to the terms of the Underwriting Agreement (see section 7.16 for more details).

The Placement and Institutional Entitlement Offer was successfully completed on Friday, 17 November 2017, receiving strong support from existing Eligible Institutional Securityholders and new institutional investors. The Retail Entitlement Offer opens at 9.00am on Thursday, 23 November 2017 and closes at 5.00pm on Monday, 4 December 2017.

The Entitlement Offer is non-renounceable and therefore Entitlements will not be tradeable on the ASX or any other exchange, or otherwise transferable. This means that Eligible Retail Securityholders (as defined in Section 1 of this Retail Information Booklet) who do not take up their Retail Entitlement will not receive any value for those Retail Entitlement and their proportionate interest in Oneview will be diluted.

Eligible Retail Securityholders are entitled to subscribe for 1 New CDI at the Offer Price for every 4.35 existing CDIs in Oneview held at 7.00pm on Tuesday, 21 November 2017.

The Offer Price of \$2.00 per New CDI represents a discount of 9.1% to the closing price of Oneview CDIs on Tuesday, 14 November 2017 of A\$2.20 and a 7.5% discount to the theoretical ex-rights price of \$2.16¹.

If you take up your full entitlement, you may also apply for Additional New CDIs in excess of your Entitlement, at the Offer Price. Applications for Additional New CDIs will be satisfied to the extent there is a shortfall in the Retail Entitlement Offer. The allocation of Additional New CDIs will be subject to the availability of Additional New CDIs, and Oneview retains the flexibility to scale back applications for Additional New CDIs at its discretion.

New CDIs (including Additional New CDIs) will rank equally in all respects with existing CDIs.

How to apply

Accompanying this Retail Information Booklet is your personalised Entitlement and Acceptance Form, which contains details of your Retail Entitlement and how to apply.

To participate in the Retail Entitlement Offer, you need to ensure that you have paid your Application Monies by BPAY, or lodged your personalised Entitlement and Acceptance Form with your Application Monies paid by cheque, bank draft or money order, so that they are received before 5.00pm on Monday, 4 December 2017.

Further information

Further information on the Retail Entitlement Offer is detailed in this Retail Information Booklet. You should read this Retail Information Booklet in full before deciding whether to participate in the Retail Entitlement Offer. In particular, you should read and consider the risk factors outlined in the "Key Risks" section of the enclosed Investor Presentation.

For further information on the Entitlement Offer, please call the Oneview Healthcare Entitlement Offer Information Line on 1300 145 340 (within Australia) or on +61 3 9415 4291 (outside Australia) at any time from 8.30am to 5.30pm Monday to Friday during the Retail Entitlement Offer Period. You can also go to Oneview's website at www.oneviewhealthcare.com.au.

On behalf of the Oneview Board, I invite you to consider this investment opportunity and thank you for your continued support.

Joseph Rooney
Interim Chairman


We see a better way

¹ TERP is the theoretical price at which Oneview CDIs should trade immediately after the ex-date for the Entitlement Offer and Institutional Placement. TERP is a theoretical calculation only and the actual price at which Oneview CDIs traded immediately after the ex-date for the Entitlement Offer and Institutional Placement depended on many factors and may not have been equal to TERP.



Section 1: Who does this Retail Information Booklet apply to?

This Retail Information Booklet is important for people who meet all of the following requirements (referred to as “**Eligible Retail Securityholders**” in this Retail Information Booklet):

- you are registered as a holder of Oneview CDIs as at the Record Date, being 7.00pm on 21 November 2017; and
- you have a registered address on the Oneview CDI register in Australia, New Zealand or Ireland or potentially other certain jurisdictions nominated by Oneview and in compliance with local securities law; and
- you are not in the United States and are not acting for the account or benefit of a person in the United States (to the extent you hold Oneview CDIs for the account or benefit of such person in the United States); and
- you did not receive an offer to participate (other than as a nominee) or were otherwise ineligible to participate under the Institutional Entitlement Offer and were not treated as an Ineligible Institutional Securityholder under the Institutional Entitlement Offer; and
- you are eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer.

If you are a retail Securityholder that is **not** an Eligible Retail Securityholder, then you are referred to as an “**Ineligible Retail Securityholder**” in this Retail Information Booklet.

To help you understand the terminology used in this Retail Information Booklet:

- references to ‘you’ are references to Eligible Retail Securityholders; and
- references to ‘your Retail Entitlement’ are references to the Retail Entitlements of Eligible Retail Securityholders; and
- references to ‘your Entitlement and Acceptance Form’ are references to the form of that name accompanying this Retail Information Booklet that you can use to take up your Retail Entitlement.



Section 2: Summary of your options

If you are an Eligible Retail Securityholder, you may take one of the following actions:

- take up all of your Retail Entitlement (**Option 1**);
- take up all of your Retail Entitlement and, if desired, apply for Additional New CDIs (**Option 2**); or
- take up part of your Retail Entitlement and allow the balance to lapse, in which case you will receive no value for that part of your Retail Entitlement which has lapsed (**Option 3**); or
- do nothing, in which case all of your Retail Entitlement will lapse and you will receive no value for your Retail Entitlement (**Option 4**).

If you are an Ineligible Retail Securityholder, you are not entitled to participate in the Retail Entitlement Offer.

Option	Key considerations	Where to find more information about your options
Option 1 Take up all of your Retail Entitlement	<ul style="list-style-type: none"> • To take up all of your Retail Entitlement, you need to complete and return your personalised Entitlement and Acceptance Form with the requisite Application Monies or pay your Application Monies via BPAY pursuant to the instructions set out on the Entitlement and Acceptance Form. • If you decide to submit your payment via BPAY you should instruct payment well before 5.00pm on the Retail Closing Date to enable its receipt by that time. If you decide to submit your payment by cheque, bank draft or money order, you must ensure that the payment (along with your personalised Entitlement and Acceptance Form) is received by no later than 5.00pm on the Retail Closing Date. 	Section 4.1

Option	Key considerations	Where to find more information about your options
<p>Option 2 Take up all of your Retail Entitlement plus Additional New CDIs</p>	<ul style="list-style-type: none"> • If you take up all of your Entitlement, you may apply for Additional New CDIs in excess of your Entitlement at the Offer Price. If you wish to do so, you should follow the payment instructions set out at Section 4.2. • Please note that Additional New CDIs will only be allocated to you if there are sufficient New CDIs from Eligible Retail Securityholders who do not take up their full Entitlements or from New CDIs that would have been offered to Ineligible Retail Securityholders if they had been eligible to participate in the Retail Entitlement Offer, subject to any scale-back that Oneview may apply (in its absolute discretion). • If you apply for Additional New CDIs there is no guarantee that you will be allocated any. Please refer to Section 4 of this Retail Information Booklet for further information. 	Section 4.2
<p>Option 3 Take up part of your Retail Entitlement and allow the balance to lapse, in which case you will receive no value for that part of your Retail Entitlement which has lapsed</p>	<ul style="list-style-type: none"> • To take up part of your Retail Entitlement, you need to complete and return your personalised Entitlement and Acceptance Form (noting the number of New CDIs you wish to take up) with the requisite Application Monies or pay your Application Monies via BPAY pursuant to the instructions set out on the Entitlement and Acceptance Form. • If you decide to submit your payment via BPAY you should instruct payment well before 5.00pm on the Retail Closing Date to enable its receipt by that time. If you decide to submit your payment by cheque, bank draft or money order, you must ensure that the payment (along with your personalised Entitlement and Acceptance Form) is received by no later than 5.00pm on the Retail Closing Date. • Oneview will treat you as applying for as many New CDIs as your payment will pay for in full. • The part of your Retail Entitlement not taken up will lapse and the New CDIs not subscribed for will form part of the Retail Shortfall. • If you do not take up your Retail Entitlement in full, you will receive no value for that part of your Retail Entitlement not taken up. • If you do not take up all of your Retail Entitlement, your proportionate interest in Oneview will be further diluted. • Your Retail Entitlement is non-renounceable. This means your Entitlement cannot be traded on ASX or any other exchange and cannot be privately transferred. 	Section 4.3
<p>Option 4 Do nothing, in which case all of your Retail Entitlement will lapse and you will receive no value for your Retail Entitlement</p>	<ul style="list-style-type: none"> • If you do not take up any of your Retail Entitlement, you will not be issued New CDIs and your Retail Entitlement will lapse. • The New CDIs not subscribed for will form part of the Retail Shortfall. • Your Retail Entitlement is non-renounceable. This means your Entitlement cannot be traded on ASX or any other exchange and cannot be privately transferred. • If you do not take up your Retail Entitlement, you will receive no value for your Retail Entitlement. • If you do not take up your Retail Entitlement, your proportionate holding in Oneview will be further diluted. 	Section 4.4

If you have any doubt about how you should deal with your Retail Entitlement, you should seek professional advice from a licensed advisor.



Section 3: Further information about the Retail Entitlement Offer

3.1 Your Retail Entitlement

Your Retail Entitlement is set out on the accompanying personalised Entitlement and Acceptance Form. It has been calculated as 1 New CDI for every 4.35 Oneview CDIs you held as at the Record Date, being 7.00pm on Tuesday, 21 November 2017, at the Offer Price of \$2.00 per New CDI.²

In addition, Eligible Retail Securityholders who take up their full Entitlement may also apply for Additional New CDIs in excess of their Entitlement, at the Offer Price.

Eligible Retail Securityholders who apply for Additional New CDIs will be offered New CDIs equivalent to the number not taken up by Eligible Retail Securityholders together with any New CDIs which would have been offered to Ineligible Retail Securityholders if they had been eligible to participate in the Retail Entitlement Offer. If you apply for Additional New CDIs, there is no guarantee that you will be allocated any Additional New CDIs.

If you have more than one holding of Oneview CDIs, you will be sent more than one personalised Entitlement and Acceptance Form and you will have a separate Retail Entitlement for each separate holding. Note that the Retail Entitlement stated on

your personalised Entitlement and Acceptance Form may be in excess of the actual Retail Entitlement you may be permitted to take up where, for example, you are holding CDIs on behalf of a person in the United States (see the definition of “**Eligible Retail Securityholder**” in Section 1).

3.2 Closing date

If you take up and pay for all or part of your Retail Entitlement before the Retail Closing Date, you will be issued your New CDIs on Monday, 11 December 2017. If you apply for Additional New CDIs then, subject to Oneview’s absolute discretion to scale-back your application for Additional New CDIs (in whole or part), you will also be issued these on Monday, 11 December 2017. Oneview’s decision on the number of Additional New CDIs to be allocated to you will be final.

New CDIs (including Additional New CDIs) issued under the Entitlement Offer will be fully paid and rank equally with Oneview CDIs from issue.

² Where fractions arise in the calculation of a Retail Entitlement, the Retail Entitlement will be rounded down to the nearest whole number of New CDIs.

3.3 Consequences of not accepting all or part of your Retail Entitlement

If you do not accept all or part of your Retail Entitlement in accordance with the instructions set out in this Retail Information Booklet, those New CDIs that you would have otherwise been entitled to under the Retail Entitlement Offer (including New CDIs that relate to the portion of your Entitlement that has not been accepted) will lapse and form part of the Retail Shortfall and may be acquired by the Underwriter or any sub-underwriters.

By allowing all or part of your Retail Entitlement to lapse, you will forgo any exposure to increases or decreases in the value of the New CDIs had you taken up your Retail Entitlement and you will not receive any value for that part of your Retail Entitlement not taken up. Your proportionate interest in Oneview will be diluted.

3.4 Securityholder declarations

If you make an Application (whether by completing and returning your Entitlement and Acceptance Form with a cheque, bank draft or money order or making a BPAY payment), you will be deemed to have made the following declarations to Oneview.

You:

- acknowledge and agree that:
 - determination of eligibility of investors for the purposes of the Institutional Entitlement Offer or the Retail Entitlement Offer is determined by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of Oneview and the Underwriter; and
 - Oneview, the Underwriter and each of their respective affiliates disclaim any duty or liability (including for negligence) in respect of that determination and the exercise or otherwise of that discretion, to the maximum extent permitted by law;
- acknowledge that you have read this Retail Information Booklet and the accompanying Entitlement and Acceptance Form in full;
- agree to be bound by the terms of the Retail Entitlement Offer, the provisions of this Retail Information Booklet and Oneview's Constitution;
- authorise Oneview to register you as the holder of the New CDIs issued to you;
- declare that all details and statements in the Entitlement and Acceptance Form are complete and accurate;
- declare you are over 18 years of age and have full legal capacity and power to perform all your rights and obligations under the Entitlement and Acceptance Form;
- acknowledge that once Oneview receives your Entitlement and Acceptance Form or your Application Monies via BPAY, you may not withdraw it (except as provided by law);
- agree to apply for and be issued up to the number of New CDIs and any Additional New CDIs specified in your Entitlement and Acceptance Form, or for which you have submitted payment of any Application Monies via BPAY, at the Offer Price per New CDI;
- authorise Oneview, the Underwriter, the Registry and their respective officers or agents, to do anything on your behalf necessary for the New CDIs and any Additional New CDIs to be issued to you, including to act on instructions of the Registry upon using the contact details set out in the Entitlement and Acceptance Form;
- declare that you are an Eligible Retail Securityholder;
- declare that you were the registered holder(s) at the Record Date of the Oneview CDIs indicated on the personalised Entitlement and Acceptance Form as being held by you on the Record Date;
- acknowledge that the information contained in this Retail Information Booklet and the Entitlement and Acceptance Form is not investment advice nor a recommendation that New CDIs are suitable for you given your investment objectives, financial situation or particular needs, and is not a prospectus or product disclosure statement, does not contain all of the information that you may require in order to assess an investment in Oneview and is given in the context of Oneview's past and ongoing continuous disclosure announcements to ASX;
- represent and warrant that the law of any other place does not prohibit you from being given this Retail Information Booklet and the Entitlement and Acceptance Form, nor does it prohibit you from making an Application for New CDIs;
- declare that you have read the statement of risks in the "Key Risks" section of the Investor Presentation, and acknowledge that investments in Oneview are subject to investment risk;
- acknowledge that none of Oneview, its directors, officers, employees, agents, consultants, advisors, and the Underwriter or its affiliates, directors, officers, employees, agents, consultants or advisors, guarantees the performance of Oneview, nor do they guarantee the repayment of capital;
- represent and warrant (for the benefit of Oneview, the Underwriter and their respective affiliates) that you did not receive an invitation to participate in the Institutional Entitlement Offer either directly or through a nominee, and are otherwise eligible to participate in the Retail Entitlement Offer;
- represent and warrant that you are an Eligible Retail Securityholder and are not in the United States and you are not acting for the account or benefit of a person in the United States and are not otherwise a person to whom it would be illegal to make an offer of or issue of Entitlements or New CDIs under the Retail Entitlement Offer and under any applicable laws and regulations;

- understand and acknowledge that neither the Entitlements nor the New CDIs (including Additional New CDIs) have been, or will be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction in the United States. Accordingly, you understand and acknowledge that the Entitlements may not be issued to or taken up by, and the New CDIs may not be offered or sold to, persons in the United States or persons who are acting for the account or benefit of a person in the United States. You further understand and acknowledge that the Entitlements and New CDIs may only be offered, sold and resold outside the United States in 'offshore transactions' (as defined in Rule 902(h) under the Securities Act) in reliance on Regulation S;
- are purchasing New CDIs (including any Additional New CDIs) outside the United States in 'offshore transactions' (as defined in Rule 902(h) under the Securities Act) in reliance on Regulation S;
- acknowledge that you and each person on whose account you are acting has not and will not send this Retail Information Booklet, the Entitlement and Acceptance Form or any other materials relating to the Retail Entitlement Offer to any person in the United States;
- acknowledge that, if you decide to sell or otherwise transfer any New CDIs or Additional New CDIs, you will only do so in transactions where neither you nor any person acting on your behalf knows, or has reason to know, that the sale has been pre arranged with, or that the purchaser is, a person in the United States;
- authorise Oneview to correct any errors in your personalised Entitlement and Acceptance Form or other form provided by you;
- acknowledge that, if you are acting as a nominee or custodian, each beneficial holder on whose behalf you are submitting the Entitlement and Acceptance Form is not in the United States, and you have not sent this Retail Information Booklet, the Entitlement and Acceptance Form or any information relating to the Entitlement Offer to any such person in the United States; and
- agree to provide (and direct your nominee or custodian to provide) any requested substantiation of your eligibility to participate in the Retail Entitlement Offer and/or of your holding of Oneview CDIs on the Record Date.

3.5 Nominees

The Retail Entitlement Offer is being made to all Eligible Retail Securityholders. Nominees with registered addresses in the eligible jurisdictions, irrespective of whether they participate under the Institutional Entitlement Offer, may also be able to participate in the Retail Entitlement Offer in respect of some or all of the beneficiaries on whose behalf they hold Oneview CDIs, provided that the applicable beneficiary would satisfy the criteria for an Eligible Retail Securityholder.

Nominees and custodians which hold Oneview CDIs as nominees or custodians will have received, or will shortly receive, a letter from Oneview. Nominees and custodians should consider carefully the contents of that letter and note in particular that the Retail Entitlement Offer is not available to:

- Beneficiaries on whose behalf they hold Oneview CDIs who would not satisfy the criteria for an Eligible Retail Securityholder;
- Eligible Institutional Securityholders who received an offer to participate in the Institutional Entitlement Offer (whether they accepted their Entitlement or not);
- Ineligible Institutional Securityholders who were ineligible to participate in the Institutional Entitlement Offer; or
- Securityholders who are not eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer.

Due to legal restrictions, nominees and custodians may not send copies of this Retail Information Booklet or participate in the Retail Entitlement Offer on behalf of any person in the United States or other jurisdiction outside Australia, New Zealand or Ireland (or potentially other certain jurisdictions nominated by Oneview and in compliance with local securities law), except to beneficial Securityholders who are institutional or professional investors in certain foreign countries to the extent contemplated in the Investor Presentation under the section titled "International Offer Restrictions" or as Oneview may otherwise permit in compliance with applicable law.

Oneview is not required to determine whether or not any registered Securityholder is acting as a nominee or the identity or residence of any beneficial owners of Oneview CDIs.

Where any Securityholder is acting as a nominee for a foreign person, that Securityholder, in dealing with its beneficiary, will need to assess whether indirect participation by the beneficiary in the Retail Entitlement Offer is compatible with applicable foreign laws. Nominees and custodians are advised to seek independent legal advice as to how to proceed in this regard and please note that neither Oneview nor the Underwriter are able to advise on foreign laws.

3.6 Brokerage

No brokerage fee is payable by Eligible Retail Securityholders who accept their Entitlement.



Section 4: Options available to you

If you are an Eligible Retail Securityholder, you have four options available to you in relation to the Retail Entitlement Offer:

4.1 Option 1 – Take up all of your Retail Entitlement

To take up all of your Retail Entitlement, you must:

- pay by BPAY (see Section 4.5); or
- complete your personalised Entitlement and Acceptance Form and return it by mail with your Application Monies in the form of a cheque, bank draft or money order (see Section 4.6),

in each case, by no later than 5.00pm on the Retail Closing Date.

4.2 Option 2 – Take up all of your Retail Entitlement plus additional New Securities

To take up all of your Retail Entitlement and apply for Additional New CDIs, you must:

- pay by BPAY (see Section 4.5); or
- complete your personalised Entitlement and Acceptance Form and return it by mail with your Application Monies in the form of a cheque, bank draft or money order (see Section 4.6),

in each case, by no later than 5.00pm on the Retail Closing Date.

Application Monies received for more than your final allocation of New CDIs will be treated as an application to apply for as many Additional New CDIs as your overpayment will pay for in full at the Offer Price.

Application Monies received for more than your final allocation of New CDIs (including any Additional New CDIs) will be refunded to you in accordance with the payment instructions on the Oneview register for payment of distributions. It is not practical to refund amounts of less than \$2.00 and these will be retained.

Please note that Additional New CDIs will only be allocated to Eligible Retail Securityholders if there are sufficient New CDIs from Eligible Retail Securityholders who do not take up their full Entitlement or from New CDIs that would have been offered to Ineligible Retail Securityholders if they had been entitled to participate in the Retail Entitlement Offer, subject to any scale-back that Oneview may apply (in its absolute discretion).

4.3 Option 3 – Take up part of your Retail Entitlement

To take up part of your Retail Entitlement, you must:

- pay by BPAY (see Section 4.5); or
- complete your personalised Entitlement and Acceptance Form (indicating the number of New CDIs you wish to take up) and return it by mail with your Application Monies, in the form of a cheque, bank draft or money order (see Section 4.6),

in each case, by no later than 5.00pm on the Retail Closing Date.

The part of your Retail Entitlement not taken up will lapse and the New CDIs not subscribed for will form part of the Retail Shortfall.

4.4 Option 4 – Take no action

If you take no action, you will not be issued New CDIs and all of your Retail Entitlement will lapse. Your Retail Entitlement is non-renounceable and is not tradeable or otherwise transferable. Eligible Retail Securityholders who do not take up their Retail Entitlement in full will not receive any value for that part of their Retail Entitlement they do not take up.

Eligible Retail Securityholders who do not participate fully in the Retail Entitlement Offer will have their proportionate interests in Oneview diluted.

4.5 Payment by BPAY

To pay by BPAY, please follow the instructions on your personalised Entitlement and Acceptance Form (which includes the Biller Code and your unique Customer Reference Number). You can only make a payment via BPAY if you are the holder of an account with an Australian branch of a financial institution that supports BPAY transactions.

You should instruct payment well before 5.00pm on the Retail Closing Date to enable its receipt before the Retail Entitlement Offer closes.

If you pay by BPAY, your Entitlement and Acceptance Form is **not** required to be lodged with the Registry and you will be deemed to have made the declarations set out in this Retail Information Booklet and on the Entitlement and Acceptance Form.

Oneview will treat you as applying for as many New CDIs as your payment will pay for in full up to your Retail Entitlement.

Eligible Retail Securityholders may apply for Additional New CDIs in excess of their Entitlement. Any Application Monies received for more than your Entitlement will be treated as an application to apply for as many Additional New CDIs as your overpayment will pay for in full at the Offer Price.

Application Monies received for more than your final allocation of New CDIs (including any Additional New CDIs) will be refunded to you. It is not practical to refund amounts of less than \$2.00 and these will be retained.

Please note that Additional New CDIs will only be allocated to Eligible Retail Securityholders if there are sufficient New CDIs from Eligible Retail Securityholders who do not take up their full Entitlement or from New CDIs that would have been offered to Ineligible Retail Securityholders if they had been entitled to participate in the Retail Entitlement Offer, subject to any scale-back that Oneview may apply (in its absolute discretion).

Please make sure to use the specific Biller Code and unique Customer Reference Number on your personalised Entitlement and Acceptance Form. If you receive more than one personalised Entitlement and Acceptance Form, you will need to complete individual BPAY transactions using the Customer Reference Number specific to each individual personalised Entitlement and Acceptance Form that you receive.

You should be aware that your financial institution may implement earlier cut off times with regards to electronic payment and you should therefore take this into consideration when making payment. You may also have your own limit on the amount that you can pay via BPAY. It is your responsibility to check that the amount you wish to pay via BPAY does not exceed your limit.

4.6 Apply by post with cheque, bank draft or money order

To pay by cheque, bank draft or money order, you must complete your personalised Entitlement and Acceptance Form in accordance with the instructions on the form, indicating the number of New CDIs and any Additional New CDIs you wish to apply for and return it by mail or delivery to the address set out below, accompanied by a cheque, bank draft or money order in Australian currency for the amount of the Application Monies, payable to “Oneview Healthcare PLC” and crossed “Not Negotiable”. Any agreement to issue New CDIs and any Additional New CDIs to you following receipt of your personalised Entitlement and Acceptance Form is conditional on your cheque, bank draft or money order in payment of the Application Monies for those New CDIs and any Additional New CDIs being honoured on first presentation.

Your cheque, bank draft or money order must be:

- for an amount equal to \$2.00 multiplied by the number of New CDIs that you are applying for; and
- in Australian currency, drawn on an Australian branch of a financial institution.

You should ensure that sufficient funds are held in relevant account(s) to cover the Application Monies. If the amount of your cheque, bank draft or money order for Application Monies (or the amount for which the cheque clears in time for issue) is insufficient to pay in full for the number of New CDIs you have applied for in your personalised Entitlement and Acceptance Form, you will be taken to have applied for such lower number of whole New CDIs as your cleared Application Monies will pay for (and to have specified that number of New CDIs on your personalised Entitlement and Acceptance Form). Alternatively, your Application will not be accepted.

Any Application Monies received for more than your final allocation of New CDIs (including any Additional New CDIs) will be refunded to you in accordance with the payment instructions on the Oneview register for payment of distributions. It is not practical to refund amounts of less than \$2.00 and these will be retained. No interest will be paid to applicants on any Application Monies received or refunded (wholly or partially).

Cash payments will not be accepted. Receipts for payment will not be issued.

It is important to note that the Retail Entitlement Offer closes at 5.00pm on Monday, 4 December 2017. To participate in the Retail Entitlement Offer, your payment must be received no later than this date. Eligible Retail Securityholders who make payment via cheque, bank draft or money order should mail or deliver their cheque, bank draft or money order and their completed Entitlement and Acceptance Form to the address below:

If you are in Australia or New Zealand

Mail to:

Oneview Healthcare PLC
C/- Computershare Investors Services Pty Limited
GPO Box 505
Melbourne VIC 3001

Hand deliver to:

Oneview Healthcare PLC
C/- Computershare Investors Services Pty Limited
Level 4, 60 Carrington Street
Sydney NSW 2000

Entitlement and Acceptance Forms (and payments of any Application Monies) will not be accepted at Oneview's corporate offices in Australia.

For the convenience of Eligible Retail Securityholders in Australia, an Australian reply paid envelope with the appropriate address has been included with this Retail Information Booklet. Securityholders outside of Australia will need to affix the appropriate postage.

If you are in Ireland, mail or hand deliver to:

Oneview Healthcare PLC
Block 1, Blackrock Business Park
Blackrock, Co. Dublin
Ireland



Section 5: Announcements

This Retail Information Booklet (other than the Announcements) is dated 21 November 2017. The Announcements are current as at 20 November 2017. This Retail Information Booklet remains subject to change without notice, and Oneview is not responsible for updating this Retail Information Booklet.

There may be additional announcements that have been made by Oneview after 21 November 2017 and throughout the Retail Entitlement Offer Period that may be relevant in your consideration of whether to take part in the Retail Entitlement Offer. Therefore, it is prudent that you check whether any further announcements have been made by Oneview before submitting an Application.



NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES OR TO U.S. PERSONS

17 November 2017

ASX RELEASE

Oneview Healthcare PLC

Oneview Healthcare to raise approximately \$30 million via an Entitlement Offer and an Institutional Placement

Oneview Healthcare PLC (ASX: ONE) (**Oneview**) today announced the launch of an equity raising, comprising an accelerated pro-rata non-renounceable entitlement offer and an institutional placement.

Key Highlights

- Approximately 15 million new CHESS Depository Interests (**New CDIs**) to be issued at an offer price of A\$2.00 per security, representing:
 - 7.45% discount to TERP¹; and
 - 9.09% discount to the last close price of A\$2.20 as at Tuesday, 14 November 2017.
- Proceeds from the equity raising will be used to provide balance sheet flexibility to deliver on Oneview's growth strategy.
- Following successful completion of the equity raising, Oneview is expected to have a pro forma net cash position of A\$61.6 million as at 30 June 2017.

The Offer

The Offer will comprise:

- a fully underwritten 1 for 4.35 accelerated pro rata non-renounceable entitlement offer, being the issue of approximately 12.5 million New CDIs to raise approximately A\$25 million (**Entitlement Offer**); and
- a fully underwritten institutional placement of approximately 2.5 million New CDIs to raise approximately A\$5 million (**Placement**)

(Entitlement Offer and Placement together, the **Offer**).

The Entitlement Offer will consist of an Institutional Entitlement Offer and a Retail Entitlement Offer.

The New CDIs will rank pari passu with existing Oneview CDIs on issue at the time of this announcement.

Upon completion of the Offer, Oneview will have approximately 69.4 million CDIs on issue.

Commentary

Oneview's Interim Chairman, Joseph Rooney, said:

"We are pleased to announce the launch of this equity raising and provide both our existing securityholders and new investors the opportunity to support Oneview. We consider this equity raising to be an important measure to strengthen Oneview's balance sheet, allowing us to continue to invest in

¹ TERP is the theoretical price at which Oneview CDIs should trade immediately after the ex-date for the Entitlement Offer and Institutional Placement. TERP is a theoretical calculation only and the actual price at which Oneview CDIs trade immediately after the ex-date for the Entitlement Offer and Institutional Placement depends on many factors and may not be equal to TERP.

technology and product enhancement across our portfolio. The Offer has been designed to allow eligible retail and institutional securityholders to participate whilst also providing an opportunity for new investors to join the register. The successful completion of this equity raising will position us for future growth and to respond to our expanding market opportunities as we broaden our product portfolio.”

Oneview's CEO, James Fitter, added:

“The capital raising will provide us with financial flexibility to execute our business plan and deliver fresh growth, not just in relation to our core inpatient product but also to bring our other three new, substantially complete, products to market. We are very excited by the opportunities that our new Android platform will deliver and look forward to providing more operating system choice for our customers.”

Offer Details and Key Dates

Institutional Entitlement Offer

Eligible institutional securityholders with registered addresses in the offering jurisdictions will be invited to participate in the Institutional Entitlement Offer and Placement, which is being conducted today, Friday, 17 November 2017. Eligible institutional securityholders can choose to take up all, part or none of their entitlement.

Together with the Placement, institutional entitlements that eligible institutional securityholders do not take up by the close of the Institutional Entitlement Offer, and institutional entitlements that would otherwise have been offered to ineligible institutional securityholders, will be offered to eligible institutional securityholders who apply for New CDIs in excess of their entitlement, as well as to certain other eligible institutional investors, through an institutional shortfall bookbuild to be conducted concurrently with the Institutional Entitlement Offer and Placement.

Retail Entitlement Offer

Eligible retail securityholders with retail addresses in Australia, New Zealand and Ireland will be invited to participate in the Retail Entitlement Offer at the same offer price and offer ratio as under the Institutional Entitlement Offer and Placement. The Retail Entitlement Offer will open at 9:00am (Sydney time) on Thursday, 23 November 2017 and close at 5.00pm (Sydney time) on Monday, 4 December 2017 (**Retail Offer Period**).

Further details about the Retail Entitlement Offer will be set out in an information booklet (**Retail Offer Booklet**), which Oneview expects to lodge with the ASX and despatch by Thursday, 23 November 2017. The closing date for receipt of Entitlement and Acceptance Forms and Application Payments is 5.00pm (Sydney time) on Monday, 4 December 2017.

We see a better way

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Oneview Healthcare PLC
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E info@oneviewhealthcare.com
oneviewhealthcare.com

Directors
J Rooney (Interim Chairman) | L Berkowitz | C Boyce | M Cullen | J Fitter
J Kelly | M McCloskey | D Petre | W Vicars

Irish Company Reg: 513842
ARBN 610 611 768
VAT Number 9853271T

Key Offer Dates

Key event	Date
Announcement of Institutional Entitlement Offer and Placement	Friday, 17 November 2017
Institutional Entitlement Offer and Institutional Placement closes	Friday, 17 November 2017
Trading halt lifted – CDIs recommence trading on ASX on an “ex-entitlement” basis	Monday, 20 November 2017
Record Date for determining entitlement to subscribe for New CDIs	7.00pm on Tuesday, 21 November 2017
Retail Entitlement Offer opens	Thursday, 23 November 2017
Settlement of Institutional Entitlement Offer and Placement	Tuesday, 28 November 2017
Allotment and normal trading of New CDIs under the Institutional Entitlement Offer and Placement	Wednesday, 29 November 2017
Retail Entitlement Offer closes	5.00pm on Monday, 4 December 2017
Allotment of New CDIs and despatch of holding statements under the Retail Entitlement Offer	Monday, 11 December 2017
Normal trading of New CDIs issued under the Retail Entitlement Offer	Tuesday, 12 December 2017

Note: The above timetable is indicative only and subject to change. Oneview, in conjunction with the sole lead manager and underwriter, reserves the right to amend any or all of these events, dates and times, subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws. All times and dates are in reference to AEDT.

Additional Information

Additional information regarding the Offer is contained in the investor presentation that Oneview released to the ASX today. The investor presentation also contains important information, including information about the risk factors and the foreign selling restrictions, with respect to the Offer. The Retail Information Booklet will be released separately and mailed to eligible retail securityholders.

You should seek appropriate professional advice before making any investment decision. If you have any questions about the Retail Entitlement Offer, please contact the Oneview Healthcare Entitlement Offer Information Line on 1300 145 340 (from within Australia) or +61 3 9415 4291 (from outside Australia) between 9.00am and 5.00pm (Sydney time), Monday to Friday during the Retail Offer Period.

For further information please contact:

Mr Nick Brown

Company Secretary

Tel: +61 2 9922 2720

Email: nbrown@oneviewhealthcare.com

Mr Patrick Masterson

Company Secretary

Tel: +353 1 524 1677

Email: pmasterson@oneviewhealthcare.com

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IMPORTANT NOTICES

This release contains certain forward-looking statements. Examples of forward-looking statements used in this release include: "will", "provide", "execute", "deliver", "expect" and "designed". Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this release are based on assumptions and contingencies that are subject to change without notice. Forward-looking statements are not a guarantee of future performance and are subject to a variety of risks and uncertainties beyond Oneview's ability to control or predict, which could cause actual events or results to differ materially from those anticipated in such forward-looking statements.

This release does not include all available information on Oneview and should not be used in isolation as a basis to invest in Oneview. Any potential investors should refer to Oneview's other public releases and statutory reports and consult their professional advisers before considering investing in Oneview.

Determination of eligibility of investors for the purposes of the institutional or retail components of the Entitlement Offer is determined by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of Oneview and/or the Lead Manager. Each of Oneview and the Lead Manager and each of their respective affiliates disclaim any duty or liability (including for negligence) in respect of that determination and the exercise or otherwise of that discretion, to the maximum extent permitted by law.

This release has been prepared for publication in Australia and may not be released in the United States. This release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this release have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States or to, or for the account or benefit of U.S. Persons (as defined in Rule 902 (k) under the U.S. Securities Act) except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws. The distribution of this announcement in other jurisdictions outside Australia may also be restricted by law and any such restrictions should be observed. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

We see a better way

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Legal disclaimer

This presentation has been prepared by Oneview Healthcare PLC (Irish Company Registration - (513842)) (ARBN 610 611 768) (**Oneview or Company**) and is dated 17 November 2017.

This presentation contains summary information about Oneview and its subsidiaries (**Group**) and their activities current as at 17 November 2017. The information in this presentation provides a general background and does not purport to be complete. It does not purport to summarise all information that investors should consider when making an investment decision. It should be read in conjunction with the Group's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange (**ASX**), which are available at www.asx.com.au.

By receiving this presentation, you are agreeing to the following restrictions and limitations.

Summary information

This presentation contains summary information about Oneview and its subsidiaries (**Group**) and their activities current as at 17 November 2017. The information in this presentation is a general background and does not purport to be complete. It does not purport to summarise all information that investor should consider when making an investment decision. It should be read in conjunction with the Group's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange (**ASX**), which are available at www.asx.com.au.

The information in this presentation has been obtained from or based on sources believed by Oneview to be reliable. To the maximum extent permitted by law, neither Oneview, Macquarie Capital (Australia) Limited (**Underwriter**), nor any of their respective affiliates, officers, employees, agents and advisers make any warranty, express or implied, as to the currency, accuracy, reliability or completeness of the information in this presentation and disclaim all responsibility and liability, including without limitation for negligence or for any expenses, losses, damages or costs incurred by you as a result of your participation in the Offer and the information in this presentation being inaccurate or incomplete in any way for any reason, whether by negligence or otherwise. Further, neither the Underwriter nor each of its affiliates, related bodies corporate, directors, officers, employees, agents or advisers accepts any fiduciary obligations to or relationship with any investor or potential investor in connection with the offer of New CDIs or otherwise.

None of the Underwriter, nor any of its affiliates, related bodies corporate, directors, officers, employees, agents or advisers have authorised, caused or permitted the issue, submission or despatch of this presentation nor do they make any recommendation as to whether a potential investor should acquire New CDIs. None of them makes or purports to make any statement in this presentation and there is no statement in this presentation which is based on any statement by them.

Participation in the Offer

Determination of eligibility of investors for the purposes of the institutional and retail components of the Entitlement Offer will be by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of Oneview and the Underwriter. Each of Oneview, the Underwriter and their respective advisers, affiliates, related bodies corporate, directors, officers, partners, employees and agents disclaim any duty or liability (including for negligence) in respect of that determination and the exercise or otherwise of that discretion, to the maximum extent permitted by law.

Legal disclaimer

See "International Selling Restrictions" in Appendix C of this presentation for restrictions on participation in the Offer by residents in certain other jurisdictions outside of Australia, New Zealand or Ireland.

The Underwriter may have interests in the CDIs of Oneview, including by providing investment banking services to Oneview. Further, they may act as market maker or buy or sell those securities or associated derivatives as principal or agent. The Underwriter may receive fees for acting in their capacities as lead manager and/or bookrunners, as applicable, to the New CDIs.

Not an offer

This presentation is for information purposes only and is not a prospectus, product disclosure statement or other offer document under Australian law or the law of any other jurisdiction. This presentation is not and should not be considered, and does not purport to contain, an offer, invitation, solicitation or recommendation with respect to the purchase or sale of any New CDIs in any jurisdiction.

Not for release or distribution in the United States of America

This presentation does not constitute an invitation or offer of securities for subscription, purchase or sale in the United States or any other jurisdiction in which such an offer would be illegal. The securities referred to in this presentation have not been, and will not be, registered under the U.S. Securities Act of 1933 as amended (the **Securities Act**) or the securities laws of any state or other jurisdiction of the United States and may not be offered or sold, directly or indirectly in the United States or to any person acting for the account or benefit of a person in the United States unless the securities have been registered under the Securities Act (which Oneview has no obligation to do or procure) or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and any other applicable securities laws. The distribution of this presentation in jurisdictions outside Australia may be restricted by law and you should observe any such restrictions.

Not financial product or investment advice

This presentation is not financial product or investment advice, a recommendation to acquire New CDIs or accounting, legal or tax advice. It has been prepared without taking into account the objectives, financial or tax situation or needs of individuals. Before making an investment decision, prospective investors should consider the appropriateness of the information having regard to their own objectives, financial and tax situation and needs and seek legal and taxation advice appropriate to their jurisdiction. Oneview is not licensed to provide financial product advice in respect of the New CDIs. Cooling off rights do not apply to the acquisition of the New CDIs. Neither this presentation nor anything contained in it shall form the basis of any contract or commitment and it is not intended to induce or solicit any person to engage in, or refrain from engaging in, any transaction.

Legal disclaimer

Financial data

This presentation includes certain historical financial information extracted from Oneview's annual audited consolidated financial statements, Oneview's reviewed consolidated half year financial statements and certain historical financial information derived from Oneview's unaudited management accounts (collectively, the **Historical Financial Information**). Also presented is a pro-forma balance sheet which has been prepared to reflect the impact of the Offer as if it had occurred at 30 June 2017 (**Pro-Forma Balance Sheet**).

The Historical Financial Information and Pro-Forma Balance Sheet have been prepared and presented in accordance with the measurement and recognition principles of the Australian Accounting Standards (including the Australian Accounting Interpretations) (**AAS**). The Historical Financial Information and Pro-Forma Balance Sheet are presented in an abbreviated form insofar as they do not include all the presentation and disclosures, statements or comparative information as required by the AAS and other mandatory professional reporting requirements applicable to general purpose financial reports prepared in accordance with the Corporations Act 2001 (Cth) (**Corporations Act**). The Historical Financial Information has been derived from Oneview's management accounts has not been audited or reviewed.

The basis of preparation of the earnings guidance included in this presentation is, to the extent applicable, consistent with that of the Historical Financial Information. The guidance is based on an assessment of current economic and operating conditions, the specific assumptions set out in this presentation and certain general assumptions. The guidance has not been audited or reviewed.

Unless otherwise stated, all currency references are to Euros and all references to '\$' are AUD. A number of figures, amounts, percentages, estimates, calculations of value and fractions in this presentation are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this presentation and totals may vary slightly due to rounding. All references to financial years appearing in this presentation are to the financial years ended on 31 December of the indicated year, unless stated otherwise.

Past performance

The Group's past performance and position reflected in this presentation is given for illustrative purposes only and should not be relied upon as (and is not) an indication of the Company's views on its future financial performance or condition. Investors should note that past performance, including past share price performance, of the Group cannot be relied upon as an indicator of (and provides no guidance as to) future Group performance including future share price performance. The Historical Financial Information included in this presentation is, or is based on, information that has previously been released to the market.

Future performance

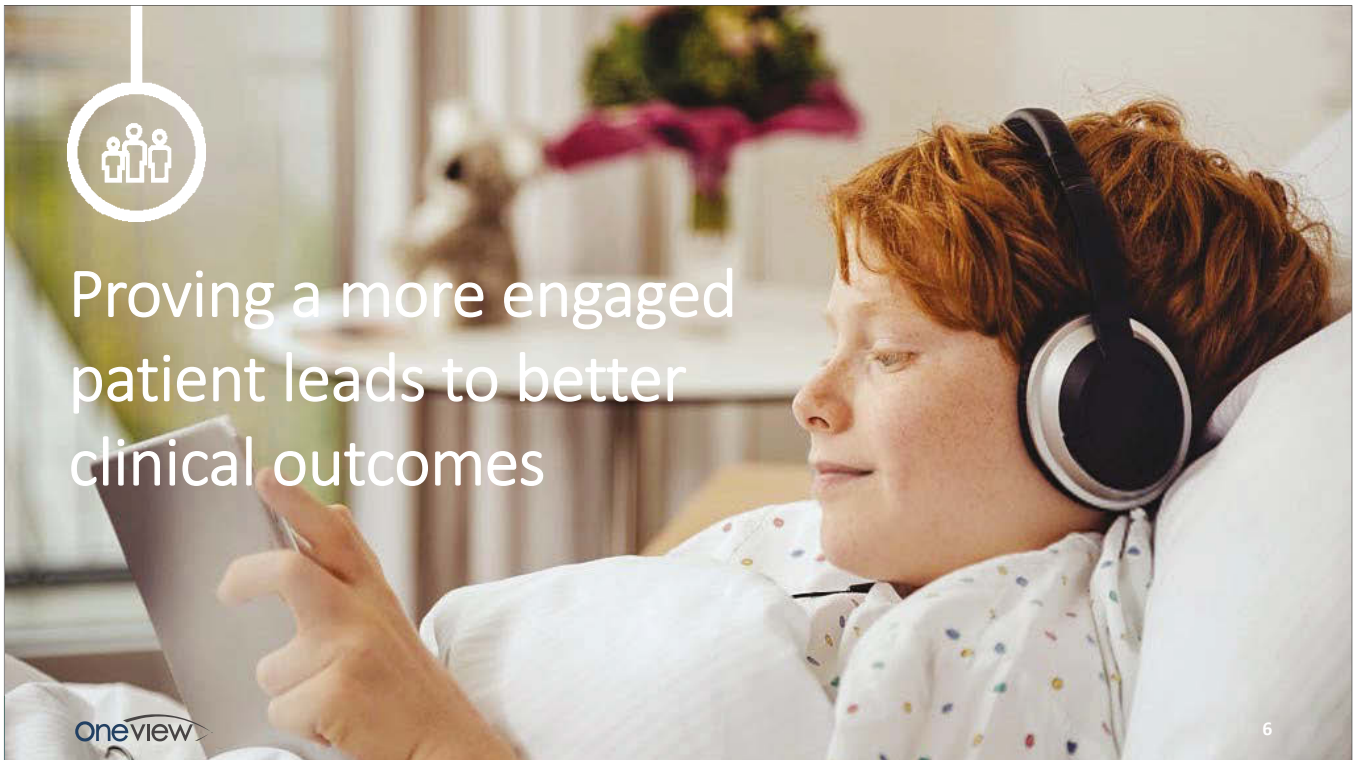
This presentation contains certain "forward-looking statements", including Oneview's expectations about the performance of its business or success of the Offer. The words "forecast", "estimate", "likely", "anticipate", "believe", "expect", "project", "opinion", "predict", "outlook", "guidance", "intend", "should", "could", "may", "target", "plan", "project", "consider", "forecast", "aim", "will" and similar expressions are intended to identify such forward-looking statements. You are cautioned not to place undue reliance on forward-looking statements. While due care and attention has been used in the preparation of any forward-looking statements, any such statements in this presentation are based on assumptions and contingencies subject to change without notice, as are statements about market and industry trends, projections, guidance and estimates.

Legal disclaimer

Any forward-looking statements contained in this presentation are provided as a general guide only, they are not guarantees or predictions of future performance and involve known and unknown risks, contingencies and uncertainties and other factors, many of which are beyond the control of Oneview and cannot be predicted by Oneview, and may involve significant elements of subjective judgment and assumptions as to future events, which may or may not be correct and therefore you are cautioned not to place undue reliance on such information. Refer to the "Key Risks" section in Appendix B of this presentation for a non-exhaustive summary of certain general and company-specific risk factors that may affect Oneview. Actual results, performance or achievements may vary materially from any forward-looking statements and the assumptions on which such statements are based, as may statements about market or industry trends, which are based on interpretations of current market conditions, and risks, circumstances and events specific to the industry, countries and markets in which Oneview and its related bodies corporate and associated undertakings operate. Neither Oneview, nor any other person, gives any representation, warranty, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statement will actually occur.

Individuals should consider any forward-looking statements contained in this presentation in light of those risks and disclosures. Any forward-looking statements are based on information available to Oneview as at the date of this presentation and may involve significant elements of subjective judgement and assumptions as to future events which may or may not be proven to be correct. Except as required by law or regulation (including the ASX Listing Rules), Oneview disclaims any obligation and makes no undertaking to provide any additional or updated information whether as a result of new information, future events or results or otherwise, or to reflect any change in expectations or assumptions.

Neither the Underwriter, nor any of its respective affiliates, related bodies corporate, nor their respective directors, employees, officers, representatives, agents, partners, consultants and advisers (together the **Underwriter Parties**), have authorised, approved or verified any forward-looking statements or any other statements. To the maximum extent permitted by law, the Underwriter and each of the Underwriter Parties expressly disclaim all liabilities in respect of, make no representations regarding, and take no responsibility for, any part of this presentation and make no representation or warranty as to the currency, accuracy, reliability or completeness of this presentation.



Proving a more engaged patient leads to better clinical outcomes



Equity Raising Details

Overview of equity raising

Oneview is undertaking an equity raising of approximately A\$30 million

- An institutional placement to raise approximately A\$5 million (Placement); and
- A 1 for 4.35 pro-rata accelerated non-renounceable entitlement offer to raise approximately A\$25 million (Entitlement Offer)

Proceeds from the equity raising will be used to provide balance sheet flexibility to deliver on Oneview's growth strategy

- Oneview will continue to invest in technology and product enhancement across its portfolio
- Significant operational leverage as new products are deployed

Following successful completion of the equity raising, Oneview expected pro forma net cash position of €41.5 million¹ (A\$61.6 million) as at 30 June 2017

- Current monthly gross cash requirements (opex) of €2.1 million (A\$3.3 million²), consistent with June 2017
- Net cash burn expected to reduce as pipeline is delivered and recurring income increases

Note: 1. Assumes AUD/EUR exchange rate of 0.673 as at 30 June 2017; 2. Assumes AUD/EUR exchange rate of 0.644 as at 16 November 2017

Entitlement offer overview

Offer size and structure	<ul style="list-style-type: none"> Equity raising to raise approximately A\$30 million (Offer), comprising: <ul style="list-style-type: none"> An Institutional Placement to raise approximately A\$5 million (Placement); and A 1 for 4.35 pro-rata accelerated non-renounceable entitlement offer to existing securityholders¹ to raise approximately A\$25 million (Entitlement Offer) Approximately 15.0 million Chess Depository Interests (CDIs) to be issued (equivalent to approximately 27.6% of the existing CDIs on issue) The Institutional Placement CDIs will not be entitled to participate in the Entitlement Offer New CDIs will rank equally with existing Oneview CDIs
Offer price	<ul style="list-style-type: none"> New CDIs will be issued at an offer price of \$2.00 per new CDI Offer price of \$2.00 per new CDI represents: <ul style="list-style-type: none"> 7.45% discount to TERP² of \$2.16 9.09% discount to the closing price on Tuesday, 14 November 2017 of \$2.20
Institutional Placement and Entitlement Offer	<ul style="list-style-type: none"> Placement and the institutional component of the Entitlement Offer open to eligible institutional securityholders to be conducted on Friday, 17 November 2017 (AEDT³) New CDIs equivalent to the number of new CDIs not taken up and those that would have been offered to ineligible institutional securityholders will be offered to new and existing institutional investors concurrently with the Institutional Entitlement Offer Entities associated with Director, Mr James W Vicars (collectively Oneview's largest securityholder with 18.2%) have indicated an intention to take up their entitlements. These entities have agreed to acquire an additional number of CDIs under sub-underwriting agreements with the Lead Manager. Their aggregate security holding will not exceed 19.9% immediately following close of the Offer
Retail Entitlement Offer	<ul style="list-style-type: none"> Retail Entitlement Offer open to eligible retail securityholders in Australia, New Zealand and Ireland from Thursday, 23 November 2017 to 5:00pm Monday, 4 December 2017 (AEDT³)
Syndicate	<ul style="list-style-type: none"> Macquarie Capital (Australia) is the sole underwriter, bookrunner and lead manager

Notes: 1. As at the record date of 21 November 2017; 2. The Theoretical Ex-Rights Price (TERP) is the theoretical price at which Oneview CDIs should trade immediately after the ex-date for the entitlement offer. TERP is a theoretical calculation only and the actual price at which CDIs trade immediately after the ex-date for the entitlement offer will depend on many factors and may not equate to TERP; 3. AEDT = Australian Eastern Daylight Time

Indicative timetable

Event	Date ¹
Trading halt and announcement of Equity Raising, Institutional Entitlement Offer and Placement opens	Friday, 17 November 2017
Institutional Entitlement Offer and Placement closes	Friday, 17 November 2017
Trading halt lifted – existing CDIs recommence trading on ASX on an ex-entitlement basis	Monday, 20 November 2017
Record date for Entitlement Offer	Tuesday, 21 November 2017
Retail Entitlement Offer opens and despatch of Retail Information Booklet	Thursday, 23 November 2017
Settlement of Institutional Entitlement Offer and Placement	Tuesday, 28 November 2017
Issue of New CDIs under the Institutional Entitlement Offer and Placement	Wednesday, 29 November 2017
Retail Entitlement Offer closes	Monday, 4 December 2017
Settlement of Retail Entitlement Offer	Friday, 8 December 2017
Issue of New CDIs under the Retail Entitlement Offer	Monday, 11 December 2017
Normal trading of New CDIs and despatch of holding statements under the Retail Entitlement Offer	Tuesday, 12 December 2017

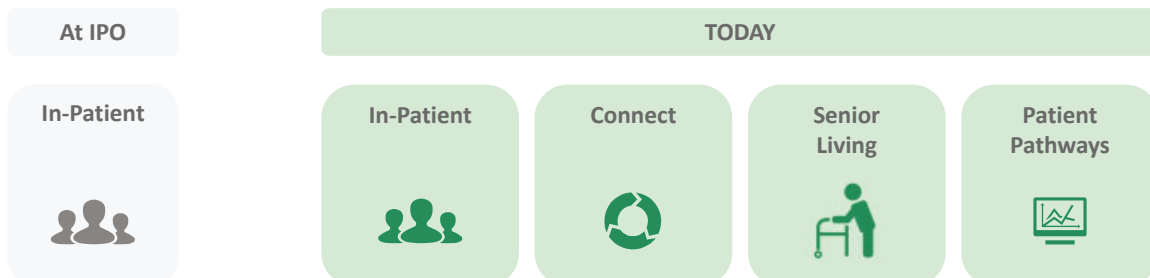
Notes 1. The above timetable is indicative only and subject to change. Oneview, in conjunction with the Lead Manager, reserves the right to amend any or all of these events, dates and times subject to applicable laws, the ASX Listing Rules and other applicable laws. All dates are in reference to AEDT.



Oneview business update

Oneview now addresses multiple end user markets with the deployment of Android commencing in December 2017

- Material growth since IPO - live facilities growing from 9 to 22, total contracted beds +163% from 3,292 to 8,666¹
- Successful expansion of technology to cover adjacent healthcare verticals, significantly increasing Oneview's addressable market
- Deployment of new Android solution expected to accelerate market penetration



Note: 1. As at 31 October 2017. Includes In-Patient and Senior Living

Product expansion

Oneview is significantly expanding its offering to address the continuum of care

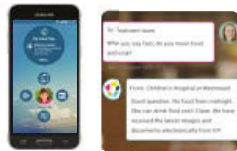
In-Patient

- Core products include Patient Experience, Workflow and Communications
- Material growth in In-Patient since IPO with live facilities growing from 9 to 22 and contracted beds growing from 3,292 to 8,546¹ (+160% growth)
- Hospitals in US moving from “fee-for-service” towards value-based healthcare model with hospital reimbursement linked to patient satisfaction scores (HCAHPS)



Connect

- Connect enables healthcare providers to connect with consumers throughout the full patient journey from pre-admission to post-discharge
- Mobile application providing secure access on Android or iOS smartphones
- Successful deployment at Sydney Children's Hospital Network with a number of inbound customer RFPs
- First US customer (St Jude Children's Research Hospital) contracted in September 2017



Senior Living

- Extension of in-patient solutions targeting resident experience, communication with clinicians and family members as well as monitoring through sensors
- Limited penetration of technology to date in senior living with addressable market 2.5x to 3x the size of the acute hospital market
- 120 contracted beds in Australia with Thomas Holt with a further ~3K beds in tender process with large Australian aged care providers²



Patient Pathways

- NHS Hospitals are benchmarked by cancer waiting time targets being 62 days from GP referral to first treatment
- Product development targeting digitisation of clinical pathway
- Significant patient trial concluded with Oxford University hospital initially targeting prostate cancer pathway
- Significant growth potential with ability to apply product across a range of oncological pathways



Note: 1. As at 31 October 2017; 2. Based on management's assessment of current opportunities

Technology enhancement

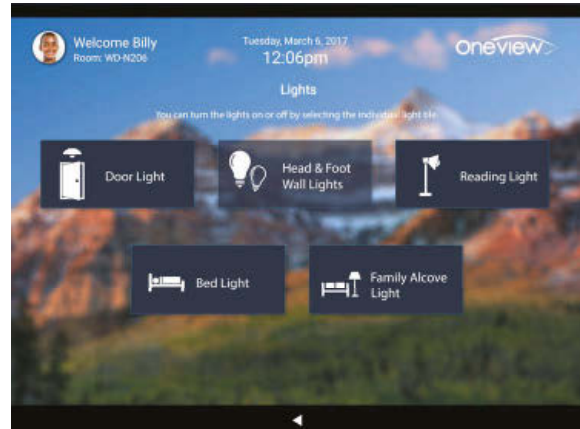
Ooneview's Android solution is in its initial deployment phase and is expected to accelerate market penetration

- Oneview has invested significant resources into the development of an Android solution
 - The Android solution will materially lower cost of ownership for Oneview customers versus its Windows solution, improving customer ROI
 - Deployment of solution to US customers commences in December 2017
 - Contract with Seattle-based technology partner to procure customised Android hardware
- Further deployment targeted in 1H18 with a number of large customers in advanced contract negotiations in Australia and the US
 - Anticipation of Android deployment has delayed procurement decisions of a number of potential customers in 2017

The transition from a Windows client to an Android client can result in approximately a 30% to 50% reduction in hardware costs for Oneview customers without impacting recurring revenues

Technology enhancement

Onewiew's Android solution includes a new user interface



Onewiew patient-facing products and their technologies

Sectors

Acute & Ambulatory Care

Aged Care

Our products

Our value proposition

	In-Patient	Connect	Senior Living
Engaging patients: with education & goals	<ul style="list-style-type: none"> Engaging patients: with education & goals Reducing operating costs: by enabling self-service meal ordering Connecting patients: with family and friends, and with remote specialists for tele-health & Video Remote Interpreters Fully leveraging staff: routing service request to appropriate staff alleviated burden on nurses Increasing patient satisfaction: through digital rounding Measuring patient satisfaction: through real-time sentiment surveys Entertaining patients: with TV, movies & streaming 	<ul style="list-style-type: none"> Highly usable: designed as a consumer app, leveraging design patterns and interactions familiar to users Appointments: automating appointment scheduling & reducing no-shows with reminders Engaging patients: with education & goals Connecting patients: with their care team beyond the hospital through secure messaging Information sharing: discharge instructions from the EHR, and patient-reported information Measuring experience & outcomes¹: enabling Patient Reported Experience Measures and Patient Reported Outcomes Measures Medication adherence²: via medication education and reminders 	<ul style="list-style-type: none"> Sales process automation: digitising the sales and resident admission process (using Dynamics 365) Engaging residents: residents can see their own health data including care plan, sleep, goals and education Connecting residents: with family and friends via the Circle of Care app, and with each other through social activities Reducing operating costs: by enabling self-service meal ordering Tailored care: providing care teams with predictive care analytics and holistic resident information Entertaining residents: entertaining residents with TV, movies & streaming
Reducing operating costs: by enabling self-service meal ordering			
Connecting patients: with family and friends, and with remote specialists for tele-health & Video Remote Interpreters			
Fully leveraging staff: routing service request to appropriate staff alleviated burden on nurses			
Increasing patient satisfaction: through digital rounding			
Measuring patient satisfaction: through real-time sentiment surveys			
Entertaining patients: with TV, movies & streaming			

Devices	Oneview Apps	3 rd Party Integrations	3 rd Party Integrations	Oneview Apps	3 rd Party Integrations
	Windows / Android Tablets & Smart TVs		Android / iOS smartphones		Android Tablets & Smart TVs
On-premise	Windows Server / SQL Server ²				
Cloud	Azure multi-tenant / single-tenant ³			Dynamics 365 & Azure multi-tenant	
	Oneview Cloud Analytics on Azure				

Notes 1. Road-map feature for 2018; 2. On-premise is only required where the customer wants to retain PHI within the enterprise; 3. Our default is multi-tenant, but we envisage some systems may want single-tenant

Technology enhancement

Recent case studies of customers contracted to benefit from the open Oneview platform on Android

NYU Langone Medical Center

- The 7 year contract provides for the further roll-out of Oneview's solution for up to 2,000 devices (1,000 beds) where patients interact with NYU's services. Initial go live for June 2018 in 374 beds in the new Helen L. and Martin S. Kimmel Pavilion at 424 East 34th Street
- NYU is one of the premier academic medical institutions in the U.S. and operates five hospitals, clinics and medical centres throughout New York City's five boroughs

BJC HealthCare

- Oneview signed in February 2017, a multi year agreement with BJC to deploy across 2,000 devices (1,000 beds), commencing with 381 beds across two of their facilities at their BJH Hospital Tower and St Louis Children's Hospital
- Currently live in the first 38 beds with phased go-live in the remainder of the initial 381 bed deployment commencing in early December 2017
- BJC Healthcare is one of the largest non-profit healthcare organisations in the U.S. serving predominantly the greater St Louis, southern Illinois and mid-Missouri regions

Market opportunity – In-Patient

Oneview has actively identified prospective opportunities to increase market penetration for its In-Patient solution

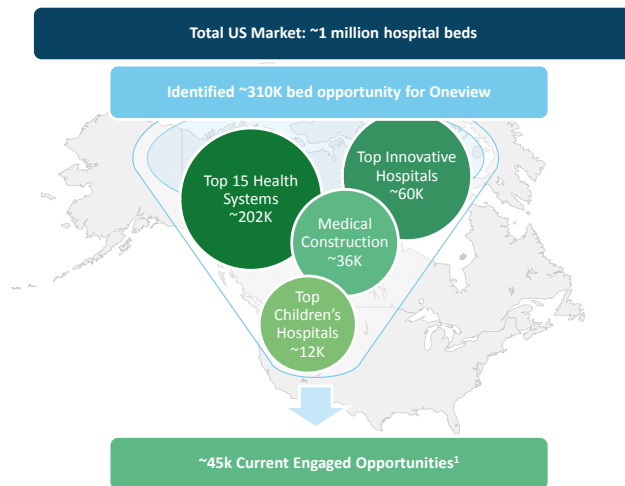
Number of hospital beds	United States	Australia	Medical Tourism ⁴
Total Market	~1 million	~90k	~290k
Target Opportunities	~0.3 million	~75k	~70k
Oneview (Oct-17) Live or contracted	~6k	~2.5k	~0.5k
Current Engaged Opportunities¹	~45k	~8k	~3k
Oneview (Oct-17) In negotiation or tender^{2,3}	~8k	~2.5k	~3k
Penetration (Contracted)	2%	3%	1%
Penetration (Engaged)	15%	11%	4%

Note: 1. Current Engaged Opportunities means current opportunities where Oneview has had an initial discussion with new or existing customers; 2. In negotiation or tender is a subset of Current Engaged Opportunities; 3. Opportunities in tender based on management's assessment of current opportunities; 4. Medical Tourism key markets are South East Asia and Middle East

Market opportunity – In-Patient

Of the ~1 million beds in the United States, Oneview has conducted a bottom up sizing of high quality opportunities

- Oneview has a targeted approach to identifying opportunities in the United States
 - Top innovative hospitals
 - Top 15 health systems
 - Top 50 children’s hospitals
 - All new hospitals under construction (~250 hospitals)



Note: 1. Current Engaged Opportunities means current opportunities where Oneview has had an initial discussion with new or existing customers

Market opportunity – Senior Living

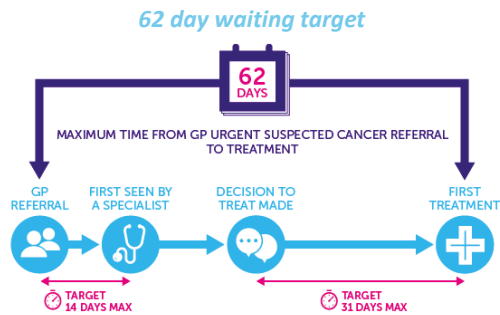
Oneview is expanding its addressable market to Senior Living which is 2.5x to 3x the size of the acute hospital market

United States	Australia
~2.9 million total beds ¹	~0.3 million total beds ¹
Top 12 operators have ~0.3m beds ¹	~10% of population (3m people) > 75 by 2030 ¹
~10% of population (35m people) > 75 by 2030 ¹	120 contracted beds (Thomas Holt)
360 beds in negotiation or tender ³	~4k beds in negotiation or tender ³

Note: 1. Source: Australian Bureau of Statistics; US National Investment Center for Seniors Housing & Care; US Census Bureau. 2. Light blue colouring connotes Oneview beds which are contracted, in contract negotiation or in tender; 3. Opportunities in tender based on management's assessment of current opportunities

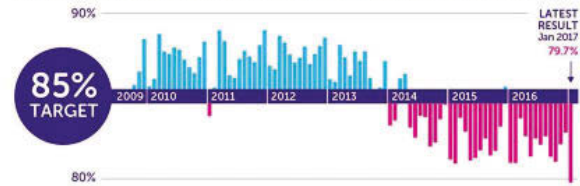
Market opportunity – Patient Pathways

Oneview is expanding its addressable market from its core in-patient offering to adjacent healthcare verticals



WORST PERFORMANCE FOR NHS 62 DAYS TARGET

% OF NHS ENGLAND CANCER PATIENTS STARTING TREATMENT WITHIN 62 DAYS OF AN URGENT GP REFERRAL



Target opportunity:
135 NHS trusts in England
20 oncological pathways

1 commercial pilot for prostate cancer pathway (Oxford)

< 1% penetration

Note: Graphics sourced from Cancer Research UK. "Worst Performance for NHS 62 Days Target" sourced from NHS England (provider-based monthly cancer waiting times data, Oct 2009 – Jan 2017). Light blue colouring connotes Oneview opportunity which is contracted, in contract negotiation or in tender

Execution of Oneview's growth strategy

Oneview has a clearly defined pathway to implementing its growth strategy

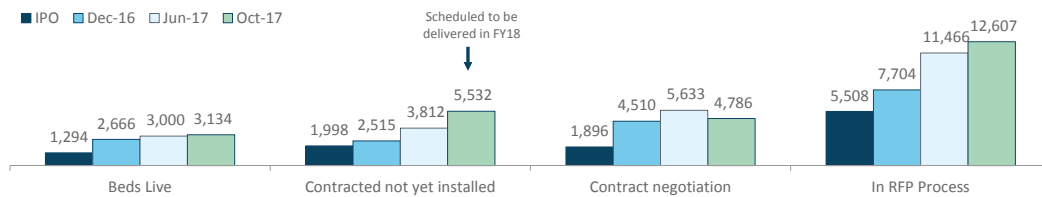
	1H17	2H17	2018+
In-Patient	Significant contract signings (BJC, Lancaster)	Significant contract signing (University Hospitals in US)	Expected signings with a major operator in Australia and a high profile hospital in US
Connect	Successful rollout of Connect at Westmead	First US customer (St Jude Children's Research Hospital)	Expected major expansion with existing US client and conversion of existing pipeline with Android pricing
Senior Living	Signed first senior living contract in Australia	Hired full time Senior Living sales leader in US	Ongoing deployment of Connect solution
Patient Pathways		Successful Patient Pathways pilot at Oxford	Planned commercialisation of Patient Pathways product
Technology		First Android deployment in US (BJC)	Introduction of Android client devices
Geography			Full feature parity on Android (NYU)
			Ongoing engagement of medical tourism facilities in South East Asian and Middle Eastern markets



Key operating metrics

Oneview continues to see growth across key metrics

Contracted bed & pipeline developments



	IPO	Dec-16	Jun-17	Oct-17	IPO – Oct-17
Live and installed	1,294	2,666	3,000	3,134	142%
Contracted but not yet installed	1,998	2,515	3,812	5,532	177%
Total under contract	3,292	5,181	6,812	8,666	163%
In contract negotiations	1,896	4,510	5,633	4,786	152%
Submitted or preparing to submit a proposal ¹	5,508	7,704	11,466	12,607	129%

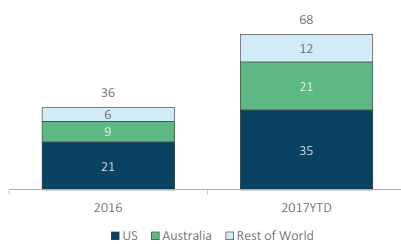
Note: 1. Based on management's assessment of current opportunities

Tender Pipeline

Oneweview continues to receive an increasing number of inbound bid requests

- Oneweview continues to develop its pipeline across all of its geographies
- Significant increase in bid activity with 68 bids submitted in 2017YTD
 - Strong increase on 2016 activity (+89% YTD, +127% annualised)
- Oneweview has a high win rate with 67% of all bids submitted (based on bids submitted over 2016 and 2017)
- Oneweview has 49 bids pending, representing 15,397 beds
- Android pricing should accelerate conversion

Bids submitted (2016-2017YTD)²



Key statistics of bids submitted (2016-2017YTD)

	Win Rate ¹	Beds Pending
US	65%	6,644
Australia	63%	6,224
Rest of World	2 from 2	2,529
Total	67%	15,397

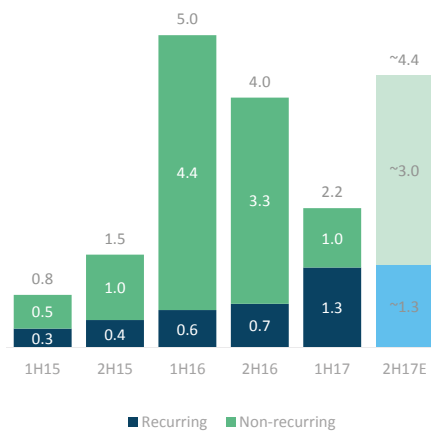
Note: 1. Calculated as bids which are in contract negotiation, contracted or live divided by total bids (excluding bids cancelled and pending); 2. Excludes Connect

Financial performance

Continued growth in recurring revenue base despite procurement inertia in recent periods

- Oneweview experienced procurement inertia by hospitals in FY16 and 1H17
 - Healthcare policy uncertainty in US following Trump election caused slow down in hospital procurement. Current conditions showing significantly improved engagement
 - Hospitals postponed procurement decisions in anticipation of Android deployment expected to commence in 1H18
- Total revenue for FY17 expected to be ~€6.6m, comprising ~€2.6m recurring revenue from existing contracted base
 - Significant increase in recurring revenue from FY16 (+~103% yoy)
 - Non-recurring revenue of ~€4.0m from previously announced deployments
- Oneweview is adopting a disciplined approach to cost base in response to operating conditions
 - Reorganisation of client services model undertaken in September 2017 is expected to deliver €1.2m cost saving p.a.
 - Monthly opex of ~€2.1 million (~A\$3.3 million¹) (post reorganisation) expected over the next 12 months
 - Cost base includes a number of variable components which may scale up and down with revenue

Revenue (€m)



Note: 1. Assumes AUD/EUR exchange rate of 0.644 as at 16 November 2017

FY17 and pipeline update

- High visibility of FY17 revenue of ~€6.6m
- Improved market momentum in the United States following period of uncertainty
- Significant investment in Android solution with phased deployment to existing US customers
 - Android solution expected to materially lower hardware costs for customers and accelerate pipeline
 - Android solution expected to reach full feature parity with Windows product in Q3 2018
- Seeking execution of a number of significant contracts by the end of FY17
 - In-Patient comprising a major operator in Australia, a high profile US hospital and major expansion of an existing in-patient contract in the US (in total up to ~2,600 beds)
 - Commercialisation agreement of Patient Pathway products in UK
- Strong momentum in Senior Living with several facilities in advanced tender process

Q&A



Appendix A Pro Forma Balance Sheet

Pro forma balance sheet

€ millions	30-Jun-17 Statutory	Impact of Offer ¹	30-Jun-17 Pro Forma	Pro forma balance sheet converted to AUD ¹
Assets				
Cash and cash equivalents	22.6	18.8	41.5	61.6
Trade and other receivables	2.6	0.0	2.6	3.9
Property, plant and equipment	0.9	0.0	0.9	1.4
Intangible assets	1.0	0.0	1.0	1.5
Other assets	0.4	0.0	0.4	0.6
Total assets	27.5	18.8	46.4	68.9
Liabilities				
Payables	3.7	0.0	3.7	5.6
Deferred income	0.6	0.0	0.6	0.9
Total liabilities	4.3	0.0	4.3	6.4
Net assets	23.2	18.8	42.0	62.4
Equity				
Contributed equity	66.7	20.2	86.9	129.1
Reserves	4.1	0.0	4.1	6.0
Retained profits	(47.6)	(1.4)	(48.9)	(72.7)
Total equity	23.2	18.8	42.0	62.4

- The Pro Forma Historical Balance Sheet is derived from the reviewed 30 June 2017 historical balance sheet adjusted as if the Offer had occurred on this date. The Pro Forma Balance Sheet is adjusted for the impact of the Offer (receipt of gross proceeds of A\$30.0 million (€20.2 million¹)) and associated transaction costs (estimated to be A\$2.0 million (€1.4 million)).
- Cash of €15.8 million (A\$23.5 million¹) as at 30-Sep-2017 prior to the impact of the offer (unaudited)

Note: 1. Assumes AUD/EUR exchange rate of 0.673 as at 30 June 2017. Cash proceeds of €18.8m is net of transaction costs of €1.4m. Transaction costs have been netted against retained earnings due to recent changes in Irish Company Law (in line with Oneview's 2016 IFRS financial statements)



Key Business Risks

Risk category	Risk	Risk description
Strategy risks	Failure to successfully implement its business strategy	There is a risk that Oneview's business strategy or any of its growth initiatives will not be successfully implemented, deliver the expected returns or ultimately be profitable. Implementing the Oneview solution for a large number of new customers will test the business' execution capabilities. If Oneview is unable to successfully implement the Oneview solution for its customers, or if implementation costs overrun or implementation is unexpectedly delayed, Oneview may fail to comply with its contractual obligations, and potentially be required to pay liquidated damages to the customer with the amount payable typically determined by reference to the length of delay in meeting project milestones. Should it not deliver its strategy, Oneview may be unable to meet operating expenditures as they become due. Oneview may not generate the financial returns it intends. There is also a risk that Oneview is unable to scale fast enough to secure and implement all the opportunities that may present themselves in the future. Further, growth into new markets may be inhibited by unforeseen issues particular to a territory or sector, including the need to invest significant resources and management attention to the expansion, and the possibility that the desired level of return on its business will not be achieved.
	Delayed or execution issues in the Android solution	Successful implementation of the Android solution is critical to Oneview's stated growth strategy. A delay in the deployment of the Android solution or existence of unforeseen issues in the operation, maintenance or customisation of that solution may result in potential breach or termination of contracts contingent on the Android solution, or may impact the renewal of existing contracts or Oneview's ability to win new contracts. These events may have a material adverse effect on Oneview's financial performance and position.
	Competition and technology risk	Oneview's operating performance is influenced by a number of competitive factors, including the success and awareness of its brand, its sophisticated technology and its commitment to ongoing product innovation. The industry in which Oneview operates, including in Australia, the U.S., the Middle East, and globally, is subject to domestic and global competition, which may increase, and any change in the foregoing competitive factors, or others, may impact Oneview's ability to execute its business and growth strategies: <ul style="list-style-type: none"> — Existing competitors could increase their competitive position through aggressive marketing, product innovation and/or price discounting; — Oneview may fail to anticipate and adapt to technology changes or client expectations at the same rate as its competitors; — Existing or new competitors could offer software at a more competitive price, which may affect Oneview's ability to sustain or increase prices; — Customers who currently utilise Patient Engagement Solutions systems offered by existing competitors (including local operators in specific markets or those with a greater market share in certain markets) may have contracted with such competitors for a considerable period of time or have onerous termination clauses, or may determine that it is prohibitively costly and/or time consuming to adopt the Oneview solution, or customers looking to implement Patient Engagement Solutions may prefer to contract with local operators; — New competitors, including large global EHR corporations or large software vendors operating in adjacent industries, may enter the market. These corporations may have well recognised brands, longer operating histories or pre-existing contractual relationships, or greater financial and other resources to apply to R&D and sales marketing, which may enable them to develop products in advance of Oneview and more effectively than those developed by Oneview and/or better withstand any downturns in the market. As a result, Oneview's current and future technologies and products may become obsolete or uncompetitive, which may result in adverse effects on revenue, margins and profitability.

Key Business Risks

Risk category	Risk	Risk description
Financial risks	Reduced access to funding	In the future, Oneview could be required to raise capital through public or private financing or other arrangements. Such financing may not be available on acceptable terms, or at all, and a failure to raise capital when needed could harm Oneview's business. There is a risk that if Oneview requires additional funding and cannot raise funds on acceptable terms, it may not be able to fund its operations, grow its business or respond to competitive pressures.
	Working capital risk	Maintaining sufficient working capital is a fundamental requirement for Oneview to meet its financial obligations. Given the timing difference of accounts receivables and accounts payables, Oneview may face temporary cash constraints, in particular when Oneview has to make large payments for hardware procurement. The inability to maintain a strong balance sheet or to secure new capital or credit facilities (in the form of cash advance, overdraft and bonding facilities) could impact Oneview's opportunity to meet its ongoing liquidity needs or tender for new business.
	Absence of dividends	The Board has yet to establish a dividend policy, and does not expect to pay dividends in the near term. While Oneview continues to expand its business operations, Oneview expects to continue to reinvest in its growth rather than distribute profits in the form of dividends. The ability of Oneview to pay any dividend in the future is dependent on many factors. The Directors do not give any assurance regarding the payment of dividends in the future.
	Other financial risks	Oneview's financial reports are prepared in Euros. However, revenue, expenditure and cashflows, and assets and liabilities from Oneview's operations are denominated in various other currencies. For example its Australian, U.S. and U.A.E operations are denominated in Australian dollars, U.S. dollars and U.A.E. dirham, respectively. Oneview is therefore exposed to the risk of fluctuations in the value of currencies (for example fluctuations of the Euro against those currencies), and adverse fluctuations in exchange rates may negatively impact the translation of account balances and profitability from these offshore operations. Oneview is subject to other financial risks including price risk and liquidity risks which are set out in Section 5.3 General Risks in Oneview's Prospectus released to ASX on 19 February 2016.
Operational risks	Failure to retain existing customers and attract new business / contracts	Oneview's business relies on the ability to retain its existing customers, secure new customers and contracts, and maintain business relationships. There is a risk that existing Oneview customers terminate their contracts or do not renew their contracts when the initial contract term comes to an end (generally 3 to 5 years after commencement). There is also a risk of delay or cancellation of: customers putting projects out to tender, projects that Oneview successfully tendered for, and/or termination of customer contracts that Oneview has entered into but not yet commenced implementing. This would have a negative impact on Oneview's successful implementation of its business strategy, having an adverse impact on its business, financial performance and operations, particularly if this were to occur in relation to a number of different customer relationships.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Contract risk	Oneview's customer contract tender processes often take 12-18 months to materialise. As a consequence, there is a timing risk: external factors may change the nature of these contracts and cause them to be cancelled or delayed, which will impact future revenue, earnings and cash flow.
	Risk that the Oneview solution is disrupted, fails or ceases to function efficiently	Oneview depends on the performance and reliability of its technology and products. There is a risk that the Oneview solution contains defects or errors, which become evident when the software is implemented for new customers; new versions or enhancements are rolled out to existing customers; when new solutions such as the Android solution are adopted. Internet-based services frequently contain undetected errors when they are introduced or when new versions or enhancements are released. Such occurrences could harm Oneview's reputation, its financial position and performance, and its ability to generate new business. Further, Oneview typically warrants its software for the life of the customer contract, so defects in existing or future developed products and services may lead to warranty claims, which could have a material adverse effect on Oneview's business, financial performance and operations.
	Information technology and cyber security	Oneview's business is dependent on the efficient operation of information technology systems to support its operations and to ensure security of information. Any system failure, virus, breach of data and IT security could result in business interruption, the loss of clients or contracts, damaged reputation and a weakening of Oneview's competitive market position, particularly where restorative/substitute technology systems are not available on acceptable terms. Furthermore, cyber attacks on Oneview may lead to the distribution of sensitive patient information (or client or business information) and damage to Oneview's business prospects and reputation. The effect of any such event could extend to claims by patients, reputational damage, regulatory scrutiny and fines.
	Directors will retain a significant holding	Following Completion, the Directors will retain a significant interest in the Company. The Directors will be in a position to exert influence over matters relating to the Company, including the election of Directors and the approval of transactions involving the Company. Any significant sale of CDIs, or the perception of a sale of CDIs, by the Directors might have an adverse effect on the price of the CDIs or the perceived value of the Company. Some of the Directors' interests in the Company are subject to escrow arrangements.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Actual and potential disputes	Due to the contractual nature of Oneview's relationships, Oneview may in the future be subject to claims, disputes or proceedings in its ordinary course of business. Any dispute could be costly and damaging to Oneview's reputation, business relationships, operating and financial performance and position.
	Significant unanticipated costs or delays might arise in relation to Oneview's business	Cost estimates are made in advance of undertaking a contract and are dependent upon assumptions, estimates and judgments, which may ultimately prove to be inaccurate or unreliable. There is a risk that significant unanticipated costs or delays may arise during the course of implementation due to (i) errors and omissions; (ii) unforeseen technical conditions or increases in hardware costs; or (iii) inadequate contractual arrangements. Significant unanticipated costs could have a material adverse impact on margins and, ultimately, Oneview's business, financial performance and operations.
	Personnel risk	Oneview is reliant on the talent, effort, expertise, industry experience and contacts, and leadership of its management. Whilst Oneview has entered into employment contracts with all management personnel, the loss of any of Oneview's key management personnel or developers/engineers, or a delay in their replacement could impact Oneview's business. Due to a shortage of appropriately skilled workers in the software and technology development industry, Oneview may not be able to find appropriate replacements for departing staff members. This may impact the quality of services Oneview provides, the value of the business and Oneview's ability to compete with its competitors in enhancing and developing its products. There is also a risk that, as Oneview grows, it cannot attract and retain personnel with the necessary industry experience, expertise and ability to execute its strategy, such that its future growth may be restricted and the quality of its services and revenues reduced, with a corresponding adverse impact on its business, financial performance and operations.
	Market adoption of Oneview's products	If Oneview's products are not widely adopted by healthcare providers, including as a result of Oneview's failure to prove return on investment, or if the market for Oneview's products in the healthcare industry fails to grow at the expected rate, demand for the Oneview solution could be negatively impacted and Oneview's ability to sustain and grow its business may be adversely affected.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Intellectual property risk	Oneview relies on its intellectual property rights and there is a risk that Oneview may fail to protect its rights for a number of reasons. Oneview has historically used a mixture of legal (e.g. confidentiality agreements and code of conduct agreements) and technical (e.g. data encryption) methods to protect its intellectual property. As Oneview grows and diversifies geographically, there is a risk that these actions may not be adequate and may not prevent the misappropriation of its intellectual property or deter independent development of similar products by others. If Oneview fails to protect its intellectual property rights adequately, competitors may gain access to its technology, which would in turn harm its business, financial performance and operations.
	Integration risk	Oneview depends on the performance and integration capability of the Oneview solution with customers' existing systems. The functionality and accessibility of the platform is important to customers and any disruption or issues with the integration could harm Oneview's reputation and its ability to generate new business.
	Issues associated with implementation, installation and hardware procurement services	There is a risk that Oneview is required to fund the hardware procurement costs where it is unable to negotiate preferential payment terms with its customers or encourage its customers to enter into direct contracts with third party hardware providers. A requirement to fund hardware procurement costs has an initial negative cash-flow impact and any interruptions to the timing of hardware installation can result in further delayed realisation of cash flows. Oneview's reliance on third parties to deliver and support its products also exposes it to risks where those third party suppliers do not satisfy their obligations in accordance with their contract with Oneview. For example, where the product delivered and installed by a third party hardware provider does not match contracted requirements, this can lead to disruptions in the implementation process, operational or business delays, damage to Oneview's reputation, claims against Oneview by its customers and potential customer disputes and/or the eventual termination of customer contracts. Oneview's third party technology supplier contracts may also not entitle the Company to recover all of the losses it may suffer.
	Foreign operations and Sovereign risks	Because the Company is incorporated in Ireland, certain provisions of the Corporations Act, including in relation to takeovers and substantial holdings do not apply. Similarly, the Company is not bound by the takeovers rules under Irish law because they only apply to public companies incorporated in Ireland whose CDIs are, or have in the previous five years been, traded on certain exchanges (which do not include the ASX). The Company has therefore incorporated into its Constitution securityholder protection provisions that are similar to the provisions of the Corporations Act. In these circumstances, any claim against the Company for a breach of its Constitution would need to be brought in Ireland. Any such claim would be contractual in nature and may therefore not have the same level of enforceability as a claim under the Corporations Act. As a result of the Company being incorporated in Ireland, it may also be difficult for investors to effect service of process upon the Company within Australia and/or to enforce any judgments obtained in a court other than the Irish courts against the Company.

Key Business Risks

Risk category	Risk	Risk description
Operational risks (cont.)	Dependency on service providers	Oneview conducts a significant amount of its operations through a series of contractual relationships with third party service providers. Such arrangements carry a risk that the third parties do not adequately or fully comply with their respective contractual rights and obligations. Such failure may lead to contractual termination and/or significant reputational damage to Oneview. Oneview relies on third party hardware providers to support its products and services. Factors concerning performance of this hardware, the availability of spare parts and maintenance services which can only be completed externally may affect the ability of Oneview to maintain its software and minimise interruptions to the continuous performance of its systems, which could impact existing customer retention and attraction of new customers, and also cause reputational damage to Oneview.
	Reliance on its core product and failure to develop new products	Oneview derives a significant proportion of its revenue from the sale and associated installation of the Oneview solution and relies on its ability to develop new products, features and enhancements to the Oneview solution. There is a risk that upgrading or introducing new products may result in unforeseen costs, failure to achieve anticipated revenue or failure to achieve intended outcomes. A failure by Oneview to develop successful new products and enhancements to existing products would have an adverse impact on its ability to develop customer relationships and maintain current relationships.
Regulatory risks	Public healthcare funding and other changes to laws, regulations and policies	Oneview's business plan and strategy has been formulated based on the prevailing healthcare policy from the time of listing until present, in its focus markets (including U.S, Australia and Middle East). It is possible that governments in Oneview's focus markets implement healthcare policy changes that have an effect on Oneview's business and, whilst such changes can create opportunities for Oneview, there is also potential for these changes to favour competitor offerings, to require Oneview to re-engineer its products or otherwise to be unfavourable to Oneview's business. There is also a risk that government policy changes result in a reduction in healthcare funding, including specific funding for HCIT initiatives, which is particularly relevant given U.S. President Donald Trump's attempts at abolishing Obamacare. If funding is reduced or discontinued in the US or in other target jurisdictions, this could influence the extent to which customers purchase the Oneview solution, which would have an unfavourable impact on Oneview's future business, financial performance and operations. Oneview must comply with the laws and governmental regulations in the markets in which it operates. These laws and regulations often provide broad discretion to the administering authorities. Additionally, all of these laws and regulations are subject to change, which may be retrospective. Such changes may cause Oneview to incur increased costs to ensure compliance with the new applicable laws or regulations or otherwise negatively impact Oneview's business, financial performance and operations.

Key Transaction Risks

Risk category	Risk	Risk description
Transaction risks	Underwriting risk	<p>Oneview has entered into an underwriting agreement under which the lead manager and underwriter of the Entitlement Offer has agreed to fully underwrite the Offer, subject to the terms and conditions of the underwriting agreement between Oneview and the Underwriter ('Underwriting Agreement'). The Underwriter's obligation to underwrite the Offer is conditional on certain customary matters. Further, if certain events occur, the Underwriter may terminate the Underwriting Agreement. Termination of the Underwriting Agreement could have an adverse impact on the amount of proceeds raised under the Offer and could materially adversely affect Oneview's business, cash flow, financial performance, financial conditions and share price. The Underwriter may terminate the Underwriting Agreement if certain events occur, including if:</p> <ul style="list-style-type: none"> — Oneview is removed from the official list of the ASX, its CDIs are suspended from quotation, or approval for the New CDIs is not given or is withdrawn by ASX; — there are delays in the timetable without the Underwriter's consent; — the S&P/ASX All Ordinaries on certain dates is at a level less than a specified percentage; — there are material disruptions in key financial markets, hostilities commence or escalate, or a major terrorist attack is perpetrated in certain key countries; — there is a change in the CEO, CFO or senior management of Oneview; — an adverse change occurs in the assets, liabilities, financial position or performance, profits, losses or prospects of Oneview from that disclosed to ASX prior to the date of the Underwriting Agreement or in the offering documentation. <p>In some cases (including the material disruptions, change to senior management and adverse change events referred to above), the Underwriter's ability to terminate the Underwriting Agreement will depend on whether, in the reasonable opinion of the Underwriter, the event has or is likely to have a materially adverse effect on the financial condition, financial position or financial prospects of Oneview, the success or outcome of the Offer, the marketing or promotion of the Offer, or has a reasonable possibility of causing a contravention by the Underwriter of any applicable law.</p>

Key Transaction Risks

Risk category	Risk	Risk description
Transaction risks (cont.)	Risks associated with an investment in CDIs	<p>There are general risks associated with investments in equity capital such as Oneview CDIs. The trading price of Oneview CDIs may fluctuate with movements in equity capital markets in Australia and internationally. Generally applicable factors that may affect the market price of CDIs include:</p> <ul style="list-style-type: none"> — general movements in Australian and international stock markets; — investor sentiment; — Australian and international economic conditions and outlook; — changes in the interest rate and the rate of inflation; — changes in government legislation and policies, in particular taxation laws and International Financial Reporting Standards; — announcement of new technologies; — natural disasters and geo-political instability, including international hostilities and acts of terrorism; — demand for and supply of Oneview CDIs; and — analyst reports. <p>No assurances can be given that the New CDIs will trade at or above the Offer Price. None of Oneview, its directors, the Underwriter or any other person guarantees the market performance of the New CDIs.</p> <p>The operational and financial performance and position of Oneview and the price of Oneview CDIs may be adversely affected by a worsening of general economic conditions in Australia, the U.S. or Europe, as well as international market conditions and related factors. It is also possible that new risks might emerge as a result of Australian, U.S. or global markets experiencing extreme stress or that existing risks manifest themselves in ways that are not currently foreseeable.</p>
	Risk of dilution	<p>In the future, Oneview may elect to issue new securities, including in connection with fundraisings, to deliver its growth strategy. While Oneview will be subject to the constraints of the ASX Listing Rules regarding the percentage of its capital it is able to issue within a 12 month period (other than where exceptions apply), investors may be diluted as a result of such issues of securities.</p>



Appendix C Selling restrictions

International offer restrictions

This document does not constitute an offer of New CDIs of the Company in any jurisdiction in which it would be unlawful. In particular, this document may not be distributed to any person, and the New CDIs may not be offered or sold, in any country outside Australia except to the extent permitted below.

New Zealand

The New CDIs in this Entitlement Offer are not being offered to the public in New Zealand other than to existing securityholders of Oneview with registered addresses in New Zealand to whom the offer is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This investor presentation has been prepared in compliance with Australian law and has not been registered, filed with or approved by any New Zealand regulatory authority. This investor presentation is not a disclosure document under New Zealand law and is not required to, and may not, contain all the information that a disclosure document under New Zealand law is required to contain. It is a term of the Entitlement Offer that the New CDIs will be approved for trading on the ASX immediately after the New CDIs are issued.

Ireland

This investor presentation does not constitute an offer of transferable securities to the public in Ireland and no action has been taken to permit such an offer. The New CDIs in this Entitlement Offer are being offered in Ireland to existing securityholders of Oneview with registered addresses in Ireland to whom the offer of these securities may be lawfully made under the Prospectus (Directive 2003/71/EC) Regulations 2005 (as amended) of Ireland (the "Irish Prospectus Regulations"). This investor presentation has been prepared in compliance with Australian law and has not been registered, filed with or approved by the Central Bank of Ireland or any other European regulatory authority. This investor presentation is not prospectus for the purposes of the Irish Prospectus Regulations and it has not been submitted to or reviewed or approved by the Central Bank of Ireland or any other European regulatory authority.

Hong Kong

WARNING: This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the "SFO"). No action has been taken in Hong Kong to authorise or register this document or to permit the distribution of this document or any documents issued in connection with it. Accordingly, the New CDIs have not been and will not be offered or sold in Hong Kong other than to "professional investors" (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the New CDIs has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New CDIs that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted New CDIs may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

Singapore

This document and any other materials relating to the New CDIs have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of New CDIs, may not be issued, circulated or distributed, nor may the New CDIs be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with the conditions of any other applicable provisions of the SFA.

This document has been given to you on the basis that you are (i) an existing holder of the Company's shares, (ii) an "institutional investor" (as defined in the SFA) or (iii) a "relevant person" (as defined in section 275(2) of the SFA). In the event that you are not an investor falling within any of the categories set out above, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the New CDIs being subsequently offered for sale to any other party. There are on-sale restrictions in Singapore that may be applicable to investors who acquire New CDIs. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

International offer restrictions

Switzerland

The New CDIs may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange or on any other stock exchange or regulated trading facility in Switzerland. This document has been prepared without regard to the disclosure standards for issuance prospectuses under art. 652a or art. 1156 of the Swiss Code of Obligations or the disclosure standards for listing prospectuses under the listing rules of any stock exchange or regulated trading facility in Switzerland. Neither this document nor any other offering or marketing material relating to the New CDIs may be publicly distributed or otherwise made publicly available in Switzerland.

The New CDIs will only be offered to regulated financial intermediaries such as banks, securities dealers, insurance institutions and fund management companies as well as institutional investors with professional treasury operations. This document is personal to the recipient and not for general circulation in Switzerland.

Neither this document nor any other offering or marketing material relating to the New CDIs have been or will be filed with or approved by any Swiss regulatory authority. In particular, this document will not be filed with, and the offer of New CDIs will not be supervised by, the Swiss Financial Market Supervisory Authority.

United Arab Emirates

Neither this document nor the New CDIs have been approved, disapproved or passed on in any way by the Emirates Securities and Commodities Authority ("ESCA") or any other governmental authority in the United Arab Emirates. The Company has not received authorisation or licensing from the ESCA or any other governmental authority in the United Arab Emirates to market or sell the New CDIs within the United Arab Emirates. This document does not constitute, and may not be used for the purpose of, an offer of securities in the United Arab Emirates (excluding the Dubai International Financial Centre). No services relating to the New CDIs, including the receipt of applications, may be rendered within the United Arab Emirates (excluding the Dubai International Financial Centre).

In the Dubai International Financial Centre, the New CDIs may be offered, and this document may be distributed, only as an "Exempt Offer", as defined and in compliance with the Markets Rules issued by the Dubai Financial Services Authority (the "DFSA"). The DFSA has not approved this document nor taken steps to verify the information set out in it, and has no responsibility for it.

United Kingdom

Neither this document nor any other document relating to the offer has been delivered for approval to the Financial Conduct Authority in the United Kingdom and no prospectus (within the meaning of section 85 of the Financial Services and Markets Act 2000, as amended ("FSMA")) has been published or is intended to be published in respect of the New CDIs.

This document is issued on a confidential basis to "qualified investors" (within the meaning of section 86(7) of the FSMA) in the United Kingdom, and the New CDIs may not be offered or sold in the United Kingdom by means of this document, any accompanying letter or any other document, except in circumstances which do not require the publication of a prospectus pursuant to section 86(1) of the FSMA. This document should not be distributed, published or reproduced, in whole or in part, nor may its contents be disclosed by recipients to any other person in the United Kingdom.

Any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received in connection with the issue or sale of the New CDIs has only been communicated or caused to be communicated and will only be communicated or caused to be communicated in the United Kingdom in circumstances in which section 21(1) of the FSMA does not apply to the Company.

In the United Kingdom, this document is being distributed only to, and is directed at, persons (i) who have professional experience in matters relating to investments falling within Article 19(5) (investment professionals) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 ("FPO"), (ii) who fall within the categories of persons referred to in Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FPO or (iii) to whom it may otherwise be lawfully communicated (together "relevant persons"). The investments to which this document relates are available only to, and any offer or agreement to purchase will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents.

Investor Presentation

-End-

oneview >

Completion Announcement



20 November 2017

ASX RELEASE

Oneview Healthcare PLC

Oneview Healthcare successfully completes Institutional Entitlement Offer and Placement

Oneview Healthcare PLC (ASX: ONE) (**Oneview**) is pleased to announce the successful completion of the institutional component of its 1 for 4.35 pro-rata accelerated non-renounceable entitlement offer (**Institutional Entitlement Offer**) and institutional placement (**Placement**).

The Institutional Entitlement Offer and Placement have raised gross proceeds of approximately A\$21.8 million, at the Offer Price of \$2.00 per new CHES Depository Interest (**New CDI**). The Institutional Entitlement Offer was well supported by Institutional Securityholders, who took up approximately 85.0% of their entitlements. The remaining New CDIs (including those offered under the A\$5 million Placement) were subscribed by new and existing investors at the Offer Price.

Completion of the Institutional Entitlement Offer and Placement represents the first stage of the equity raising announced by Oneview on Friday, 17 November 2017 (**Equity Raising**). The retail component of the entitlement offer (**Retail Entitlement Offer**) is expected to raise approximately \$8.3 million, taking the total size of the Equity Raising to approximately \$30 million. The Equity Raising is fully underwritten by lead manager Macquarie Capital (Australia) Limited.

Oneview's CEO, James Fitter said:

"We are absolutely delighted to complete this part of our fund raising and to continue to transform the experience of patients and their families when they are at their most vulnerable. The support of existing and new institutional investors, coupled with exciting new hardware pricing, positions us strongly to continue to execute our business plan and deliver on our vision."

New CDIs taken up under the Institutional Entitlement Offer and Placement will rank equally with existing Oneview CDIs on issue and are expected to be issued and commence trading on the ASX on Wednesday, 29 November 2017.

Retail Entitlement Offer

Eligible retail securityholders with a registered address in Australia, New Zealand or Ireland (**Eligible Retail Securityholders**) will be invited to participate in the Retail Entitlement Offer, which will open at 9:00am (Sydney time) on Thursday, 23 November 2017 and close at 5.00pm (Sydney time) on Monday, 4 December 2017 (**Retail Offer Period**).

Eligible Retail Securityholders will be able to subscribe for 1 New CDI for every 4.35 fully paid ordinary CDIs held in Oneview as at 7.00pm (Sydney time) on Tuesday, 21 November 2017 (**Record Date**), at

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Directors
J Rooney (Interim Chairman) | L Berkowitz | C Boyce | M Cullen | J Fitter
J Kelly | M McCloskey | D Petre | W Vicars

Irish Company Reg: 513842
ARBN 610 611 768



an offer price of A\$2.00 per New CDI. As the Retail Entitlement Offer is non-renounceable, there will be no trading of entitlements. However, Eligible Retail Securityholders may apply to take up additional New CDIs, beyond their entitlements, if there are sufficient New CDIs from other Eligible Retail Securityholders do not take up their full entitlements or from New CDIs that would have been offered to ineligible Retail Securityholders had they been entitled to participate in the Retail Entitlement Offer. The allocation of additional New CDIs will be at the sole discretion of Oneview and may be subject to scale back.

Further details about the Retail Entitlement Offer will be set out in a booklet to be lodged with the ASX.

Additional Information

You should seek appropriate professional advice before making any investment decision. If you have any questions about the Retail Entitlement Offer, please contact the Oneview Healthcare Entitlement Offer Information Line on 1300 145 340 (from within Australia) or +61 3 9415 4291 (from outside Australia) at any time between 8.30am and 5.30pm (Sydney time), Monday to Friday during the Retail Offer Period.

For further information please contact:

Mr Nick Brown

Company Secretary

Tel: +61 2 9922 2720

Email: nbrown@oneviewhealthcare.com

Mr Patrick Masterson

Company Secretary

Tel: +353 1 524 1677

Email: pmasterson@oneviewhealthcare.com

IMPORTANT NOTICES

This release contains certain forward-looking statements. Examples of forward-looking statements used in this release include: "expect" and "may". Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this release are based on assumptions and contingencies that are subject to change without notice. Forward-looking statements are not a guarantee of future performance and are subject to a variety of risks and uncertainties beyond Oneview's ability to control or predict, which could cause actual events or results to differ materially from those anticipated in such forward-looking statements.

This release does not include all available information on Oneview and should not be used in isolation as a basis to invest in Oneview. Any potential investors should refer to Oneview's other public releases and statutory reports and consult their professional advisers before considering investing in Oneview.

The eligibility of investors for the purposes of the institutional or retail components of the Entitlement Offer is determined by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of Oneview and/or the Lead Manager. Each of Oneview and the Lead Manager and each of their respective affiliates disclaim any duty or liability

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J Kelly | M McCloskey | D Petre | W Vicars

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(including for negligence) in respect of that determination and the exercise or otherwise of that discretion, to the maximum extent permitted by law.

This release has been prepared for publication in Australia and may not be released in the United States. This release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this release have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States or to, or for the account or benefit of U.S. Persons (as defined in Rule 902 (k) under the U.S. Securities Act) except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws. The distribution of this announcement in other jurisdictions outside Australia may also be restricted by law and any such restrictions should be observed. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

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Section 6: Taxation

6.1 Introduction

Set out below is a summary of the Australian income tax, goods and services tax (**GST**) and stamp duty implications of the Retail Entitlement Offer for Eligible Retail Securityholders who are residents of Australia for income tax purposes and who hold their Oneview CDIs (and will hold their New CDIs) on capital account.

The summary below does not apply to Eligible Retail Securityholders who:

- hold their Oneview CDIs (or will hold their New CDIs) as revenue assets (such as assets used in carrying on a business of share trading, banking or insurance), or as trading stock or those who have acquired Oneview CDIs for the purpose of on sale at a profit;
- acquired the Oneview CDIs in respect of which their Retail Entitlement is issued under any employee share scheme or where New CDIs are acquired pursuant to any employee share scheme; or
- may be subject to special tax rules, such as insurance companies, partnerships, tax exempt organisations, trusts (except where expressly stated), superannuation funds (except where expressly stated) or temporary residents.

This taxation summary is based on the Australian tax law as it applies as at 9.00am on the date of this Retail Information Booklet. Other than as expressly discussed or specified, the comments do not take into account or anticipate changes in Australian tax law or future judicial interpretations of law after this time. This summary also does not take account of any individual circumstances of any particular Eligible Retail Securityholder and does not constitute tax advice. It does not purport to be a complete analysis of the potential tax consequences of the Retail Entitlement Offer and is intended as a general guide to the Australian tax implications. Eligible Retail Securityholders should seek specific advice applicable to their own particular circumstances from their own financial or tax advisors.

6.2 Issue of Retail Entitlements

Whilst the law in this regard is not clear, the issue of a Retail Entitlement should not, of itself, result in any amount being included in your assessable income.

6.3 Exercise of Retail Entitlements

You will acquire New CDIs where you exercise all or part of your Retail Entitlement under the Retail Entitlement Offer.

You should not derive any assessable income, or make any capital gain or loss, at the time of exercising (i.e. taking up) your Retail Entitlement, although we note the law is not clear in this regard.

If you take up all or part of your Retail Entitlement, the cost base of New CDIs for capital gains tax (**CGT**) purposes will be equal to the Offer Price payable by you for those New CDIs plus certain non-deductible incidental costs you incur in acquiring them.

6.4 Lapse of Retail Entitlement

If you do not take up all or part of your Retail Entitlement in accordance with the instructions set out above, then that part of your Retail Entitlement not taken up will lapse and you will not receive any consideration for your Retail Entitlement that is not taken up. There should be no tax implications for you from the lapse of your Retail Entitlement.

6.5 Acquisition of Additional New CDIs

You will acquire Additional New CDIs when these are issued to you. The cost base of your Additional New CDIs will be equal to the Offer Price paid for the Additional New CDIs plus certain non-deductible incidental costs you incur in acquiring them.

6.6 Disposal of New CDIs

The disposal of a New CDI will constitute a disposal for CGT purposes.

On disposal of a New CDI, you will make a capital gain if the capital proceeds on disposal exceed the cost base of the New CDI. You will make a capital loss if the capital proceeds are less than the reduced cost base of the New CDI. The cost base of New CDIs is described above in Section 6.3 and Section 6.5.

If you are an individual, trustee or complying superannuation entity that has held New CDIs for 12 months or more at the time of disposal (not including the acquisition date and the disposal date) you should be entitled to apply the applicable CGT discount factor to reduce the capital gain (after offsetting capital losses). The CGT discount factor is 50% for individuals and trustees and 33⅓% for complying superannuation entities.

You will be taken to have acquired New CDIs on the day you exercise your Retail Entitlement. Accordingly, to be eligible for the CGT discount, you must have held New CDIs for at least 12 months after the date that you exercised your Retail Entitlement.

You will be taken to have acquired Additional New CDIs on the day you were issued with the Additional New CDIs. Accordingly, to be eligible for the CGT discount, you must have held your Additional New CDIs for at least 12 months after the date that the Additional New CDIs were issued.

If you make a capital loss, you can only use that loss to offset other capital gains; i.e. the capital loss cannot be used against taxable income on revenue account. However, if the capital loss cannot be used in a particular income year, you can carry it forward to use in future income years, providing certain loss utilisation tests are satisfied.

6.7 Taxation of Financial Arrangements (TOFA)

The TOFA provisions operate to make assessable or deductible, gains or losses arising from certain 'financial arrangements' (importantly, the CGT discount is not available for any gain that is subject to the TOFA provisions).

The application of the TOFA provisions depends on your specific facts and circumstances. You should seek advice from an appropriate professional advisor in relation to the implications of the TOFA provisions to you.

6.8 Other Australian taxes

No GST or stamp duty should be payable by you in respect of the issue or taking up of your Retail Entitlement, or the acquisition of New CDIs or Additional New CDIs, pursuant to the Retail Entitlement Offer.



Section 7: Additional information

This Retail Information Booklet (including the enclosed Announcements) and attached personalised Entitlement and Acceptance Form have been prepared by Oneview.

This Retail Information Booklet (other than the Announcements) is dated 21 November 2017. The Announcements are current as at 20 November 2017. This Retail Information Booklet remains subject to change without notice, and Oneview is not responsible for updating this Retail Information Booklet.

There may be additional announcements that have been made by Oneview after 20 November 2017 and throughout the Retail Entitlement Offer Period that may be relevant in your consideration of whether to take part in the Retail Entitlement Offer. Therefore, it is prudent that you check whether any further announcements have been made by Oneview before submitting an Application.

No party other than Oneview has authorised or caused the issue of this Retail Information Booklet, or takes any responsibility for, or makes, any statements, representations or undertakings in this Retail Information Booklet.

For the avoidance of doubt, to the maximum extent permitted by law, the Underwriter and its affiliates, related bodies corporate, officers, employees, agents and advisors disclaim all liability, including (without limitation) liability arising from fault or negligence, for any loss howsoever and whenever arising from the use of any of the information contained in this Retail Information Booklet, and the Underwriter does not act as a fiduciary or agent of each other or any other person.

This information is important and requires your immediate attention.

You should read this Retail Information Booklet in full before deciding how to deal with your Retail Entitlement. In particular, you should consider the risk factors outlined in the “Key Risks” section of the enclosed Investor Presentation, which could affect the operating and financial performance of Oneview or the value of an investment in Oneview.

You should consider these risk factors in light of your personal circumstances, including financial and taxation issues, before making a decision in relation to your Retail Entitlement. It is recommended that you seek professional advice from a licensed advisor before deciding whether or not to participate in the Retail Entitlement Offer.

7.1 Additional New Securities

Oneview reserves the right to allocate any Additional New CDIs or to scale-back your application for Additional New CDIs in its absolute discretion. Oneview’s decision on the number of Additional New CDIs to be allocated to you will be final.

Additional New CDIs will be issued on Monday, 11 December 2017.

Application Monies received by Oneview in excess of your Entitlement will be treated as an application to apply for as many Additional New CDIs as your overpayment will pay for in full at the Offer Price.

Application Monies received for more than your final allocation of New CDIs (including any Additional New CDIs) will be refunded to you. It is not practical to refund amounts of less than \$2.00 and these will be retained. No interest will be paid on any refunded amount.

7.2 Regulation of Oneview

As Oneview is not established in Australia, its general corporate activities (apart from any offering of securities in Australia) are not regulated by the Corporations Act or by ASIC but instead are regulated by Irish company law (including the Irish Companies Act) and applicable Irish law.

Irish securities law differs from Australian law, a summary of the differences as at the date of the IPO Prospectus are set out in section 9.4 of the IPO Prospectus. Investors should seek professional advice if they have any questions in this regard.

7.3 Trading of New CDIs

Oneview has applied to the ASX for official quotation of the New CDIs in accordance with the ASX Listing Rules. If ASX does not grant quotation of the New CDIs, Oneview will repay all Application Monies (without interest). Subject to approval being granted, it is expected that trading of New CDIs on ASX will commence on Tuesday, 12 December 2017 on a normal settlement basis.

It is the responsibility of applicants to determine the number of New CDIs (including any Additional New CDIs) issued to them before trading in the New CDIs. The sale by an applicant of New CDIs before receiving their holding statement is at the applicant's own risk.

Oneview, the Underwriter and their advisors will have no responsibility and disclaim all liability (to the maximum extent permitted by law) to persons who trade New CDIs they believe have been issued to them before they receive their holding statements, whether on the basis of a confirmation of issue provided by Oneview or the Registry or otherwise or who otherwise trade or purport to trade New CDIs in error or which they do not hold or are not entitled to.

If you are in any doubt as to these matters, you should seek professional advice.

7.4 Eligible Retail Securityholders

This Retail Information Booklet contains an offer of New CDIs to Eligible Retail Securityholders in Australia, New Zealand and Ireland (and potentially other certain jurisdictions nominated by Oneview and in compliance with local securities law) and has been prepared in accordance with section 708AA of the Corporations Act (as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73).

Oneview may (in its absolute discretion) extend the Retail Entitlement Offer to any Institutional Securityholders in foreign jurisdictions which did not participate in the Institutional Entitlement Offer (excluding the United States and subject to compliance with applicable laws).

7.5 Ranking of New CDIs

New CDIs (including Additional New CDIs) issued under the Retail Entitlement Offer will be fully paid and rank equally in all respects with Oneview CDIs.

The rights attaching to the New CDIs are set out in Oneview's Constitution and are regulated by the Irish Companies Act and ASX Listing Rules and general law.

7.6 Rounding of New CDIs

Where fractions arise in the calculation of Retail Entitlements, they will be rounded down to the next whole number of New CDI.

7.7 Capital structure

After the issue of New CDIs under the Placement and Entitlement Offer, the capital structure of Oneview is expected to be as follows (subject to rounding of fractional Entitlements, and rounding generally):

CDIs on issue as at Record Date	54,400,060
New CDIs to be issued under the Placement	2,500,000
Number of New CDIs to be issued under the Institutional Entitlement Offer	8,377,705
Number of New CDIs (including Additional New CDIs) to be issued under the Retail Entitlement Offer	4,128,055
CDIs on issue on completion of the Entitlement Offer	69,405,820

7.8 Effect of Placement and Entitlement Offer

The issue of New CDIs under the Placement will have the effect of diluting Oneview CDI Securityholders. The potential effect that the Entitlement Offer will have on the control of Oneview and the consequences of that effect will depend on a number of factors, including the extent to which Securityholders participate in the Entitlement Offer. In particular:

- Eligible Retail Securityholders who do not take up their Retail Entitlement will have their percentage holding in Oneview further diluted following the issue of New CDIs under the Entitlement Offer.
- Eligible Retail Securityholders who do take up their Retail Entitlement in full will only be diluted to the extent they do not participate in the Placement.

The dilutionary impact of the Placement will be reduced if an Eligible Retail Securityholder who takes up its Entitlement in full, also takes up and is allocated Additional New CDIs.

Given the structure of the Entitlement Offer as a pro rata issue and the size of the Placement, the Offer is not expected to have any material effect on the control of Oneview.

7.9 Reconciliation and the rights of Oneview and the Underwriter

As with any entitlement offer, investors may believe that they own more Oneview CDIs on the Record Date than they ultimately do, or are otherwise entitled to more New CDIs than initially offered to them. These matters may result in a need for reconciliation to ensure all Eligible Retail Securityholders have the opportunity to receive their full Retail Entitlement.

If reconciliation is required, it is possible that Oneview may need to issue a small quantity of additional New CDIs (**Top-Up CDIs**) to ensure that all Eligible Retail Securityholders have the opportunity to receive their full Retail Entitlement. The price at which these Top-Up CDIs will be issued will be the same as the Offer Price.

Applications for Additional New CDIs will be satisfied to the extent there is a shortfall in the Retail Entitlement Offer. The allocation of Additional New CDIs will be subject to the availability of Additional New CDIs, and Oneview retains the flexibility to scale back applications for Additional New CDIs at its discretion.

Oneview also reserves the right to reduce the number of New CDIs issued to Eligible Retail Securityholders or persons claiming to be Eligible Retail Securityholders, if their Retail Entitlement claims prove to be overstated, if they or their nominees fail to provide information requested to substantiate their Retail Entitlement claims, or if they are not Eligible Retail Securityholders. In that case, Oneview may, at its discretion, require the relevant Securityholder to transfer excess New CDIs to the Underwriter at the Offer Price per New CDI. If necessary, the relevant Securityholder may need to transfer Oneview CDIs held by them or to purchase additional Oneview CDIs on-market to meet this obligation. The relevant Securityholder will bear any and all losses caused by subscribing for New CDIs in excess of their Retail Entitlement, and any actions they are required to take in this regard.

By applying under the Entitlement Offer, those doing so irrevocably acknowledge and agree to do the above as required by Oneview in its absolute discretion. Those applying acknowledge that there is no time limit on the ability of Oneview or the Underwriter to require any of the actions set out above.

7.10 No cooling off rights

Cooling off rights do not apply to an investment in New CDIs or Additional New CDIs. You cannot withdraw your Application once it has been accepted.

7.11 No entitlements trading

Your Retail Entitlement is non-renounceable and cannot be traded on ASX or any other exchange, nor can they be privately transferred.

7.12 Participation of Directors

The Directors (and their representatives) may acquire New CDIs under the Entitlement Offer to the extent they are eligible Securityholders.

Entities associated with Director, Mr James W Vicars (collectively Oneview's largest securityholder with 18.2%) have taken up their Entitlements in the Institutional Entitlement Offer. These entities have agreed to acquire an additional number of CDIs under sub-underwriting agreements with the Underwriter. Their aggregate security holding will not exceed 19.9% immediately following close of the Offer.

Holdings of CDIs are subject to the ASX Listing Rules. Details of Directors' holdings of CDIs and other securities of Oneview are disclosed to, and available from, ASX at www.asx.com.au.

7.13 Continuous Disclosure

Oneview is subject to disclosure obligations under the Irish Companies Act and the ASX Listing Rules and as such is required to notify ASX of information about specific events and matters as they arise for the purposes of ASX making that information available to the stock markets conducted by ASX. In particular, Oneview has an obligation under the ASX Listing Rules (subject to certain exceptions) to notify ASX immediately of any information of which it is or becomes aware which a reasonable person would expect to have a material effect on the price or value of Oneview CDIs. That information is available to the public from ASX.

7.14 Not financial product advice

This Retail Information Booklet is not a prospectus, product disclosure statement or other offering document under Australian law, Irish law or any other law (and will not be lodged with ASIC, the Central Bank of Ireland or any other foreign regulator). This Retail Information Booklet is for information purposes only and is not an invitation or offer of securities for subscription, purchase or sale in any jurisdiction. Any Eligible Retail Securityholder who wishes to participate in the Retail Entitlement Offer should consider this Retail Information Booklet in full. Any Eligible Retail Securityholder who wishes to subscribe for and purchase New CDIs will need to follow the instructions contained in this Retail Information Booklet and the Entitlement and Acceptance Form which accompanies it. This Retail Information Booklet does not constitute investment or financial product advice or any recommendation to acquire Oneview CDIs or New CDIs and does not and will not form any part of any contract for the acquisition of New CDIs.

Each recipient of this Retail Information Booklet should make their own enquiries and investigations regarding all information in this Retail Information Booklet, including but not limited to the assumptions, uncertainties and contingencies which may affect future operations of Oneview and the impact that different future outcomes may have on Oneview. This Retail Information Booklet has been prepared without taking account of any person's investment objectives, financial situation or particular needs. Before making an investment decision, Eligible Retail Securityholders should consider the appropriateness of the information having regard to their own objectives, financial situation and needs, make their own assessment of the information and seek advice appropriate to their jurisdiction in relation to the information and any action taken on the basis of the information.

Any reference to, or explanations of legislation, regulatory issues or any other legal commentary (if any) are indicative only, and do not summarise all relevant issues and are not intended to be a full explanation of a particular matter. Oneview is not licensed to provide financial product advice in respect of Oneview CDIs.

If, after reading this Retail Information Booklet, you have any questions about whether you should invest in the Retail Entitlement Offer, you should seek professional advice from a licensed advisor before making any investment decision.

Nominees and custodians may not distribute any part of this Retail Information Booklet in the United States or in any other country outside Australia, New Zealand or Ireland except (i) Australian and New Zealand nominees may send this Retail Information Booklet and related offer documents to beneficial holders who are professional or institutional holders in other countries (other than the United States) listed in, and to the extent permitted under, the Investor Presentation and (ii) to beneficial holders in other countries (other than the United States) where Oneview may determine it is lawful and practical to make the Retail Entitlement Offer.

7.15 Financial data

All dollar values in this Retail Information Booklet are in Australian dollars (A\$).

7.16 Underwriting

Macquarie Capital (Australia) Limited is acting as lead manager and Underwriter on the Entitlement Offer and has entered into an Underwriting Agreement with Oneview. The Underwriter has agreed to underwrite the Entitlement Offer on the terms and conditions set out in Underwriting Agreement.

Oneview must pay the Underwriter an underwriting fee of 3.8% of the proceeds of the Entitlement Offer and a management and selling fee of 0.95% of the proceeds of the Entitlement Offer. Oneview must also reimburse the Underwriter for its reasonably incurred costs in connection with the Entitlement Offer.

The obligations of the Underwriter are subject to the satisfaction of certain conditions precedent documented in the Underwriting Agreement. Furthermore, in accordance with the Underwriting Agreement, as is customary with these types of underwriting arrangements:

- Oneview has (subject to certain limitations) agreed to indemnify the Underwriter, its affiliates and its related bodies corporate and their respective officers, directors, agents, representatives, advisers or employees or any of their respective affiliates, successors or related bodies corporate against losses in connection with the Entitlement Offer;
- Oneview and the Underwriter have given certain representations, warranties and undertakings in connection with (among other things) the conduct of the Entitlement Offer;
- the Underwriter may terminate the Underwriting Agreement and be released from its obligations on the occurrence of certain events (in some cases, subject to the materiality of the relevant event), including (but not limited to) where:

- the S&P/ASX All Ordinaries Index is, at any time until close of trading on the date the Retail Entitlement Offer settles, lower than 87.5% of the level of that index as at close of normal trading on ASX on the trading day preceding the date of the Underwriting Agreement;
- ASX advises Oneview in writing that official quotation of the New CDIs will not be granted, or such official quotation is granted but subsequently withdrawn, qualified or withheld;
- Oneview ceases to be admitted to the official list of ASX;
- ASIC applies for an order under section 1324 or 1325, of the Corporations Act, or an order under Part 9.5 of the Corporations Act in relation to the Entitlement Offer or the Offer documents; holds or gives notice of intention to hold, a hearing or investigation in relation to the Offer or any Offer documents under the Corporations Act or the Australian Securities and Investments Commission Act 2001 (Cth); prosecutes or gives notice of an intention to prosecute; or commences proceedings against, or gives notice of an intention to commence proceedings against, Oneview or any of its officers, employees or agents in relation to the Offer or any Offer materials;
- there is a change in the Board of Oneview or senior management;
- a statement in this Retail Information Booklet or other Offer documents becomes false, misleading or deceptive (including by way of omission) in any material respect;
- there are certain delays in the timetable for the Entitlement Offer without the Underwriter's consent; or
- there is a disruption in political or financial or economic conditions in key markets, or hostilities not presently existing commence or a major escalation of exiting hostilities commence or a declaration is made of a national emergency or war in certain key countries; and
- any material adverse change occurs in the assets, liabilities, financial position or performance, profits, losses or prospects of Oneview.

If the Underwriter terminates the Underwriting Agreement, the Underwriter will not be obliged to perform any of their obligations which remain to be performed.

Neither the Underwriter nor any of its related bodies corporate and affiliates, nor any of its directors, officers, partners, employees, representatives, agents or advisers (the Limited Parties) have authorised or caused the issue of this Retail Information Booklet and they do not take responsibility for any statements made in this Retail Information Booklet or any action taken by you on the basis of such information. To the maximum extent permitted by law, each Limited Party disclaims all liability for any expenses, losses, damages or costs incurred by you as a result of your participation in the Entitlement Offer and this information being inaccurate or incomplete in any way for any reason, whether by negligence or otherwise. None of the Limited Parties make any recommendations as to whether

you or your related parties should participate in the Entitlement Offer, nor do they make any representations or warranties to you concerning this Entitlement Offer or any such information and you represent, warrant and agree that you have not relied on any statements made by the Underwriter or any of its related bodies corporate and affiliates or any of its directors, officers, partners, employees, representatives or agents in relation to the New CDIs or the Entitlement Offer generally.

7.17 Foreign jurisdictions

This Retail Information Booklet has been prepared to comply with the requirements of the securities laws of Australia, New Zealand and Ireland.

This Retail Information Booklet and accompanying Entitlement and Acceptance Form do not constitute an offer in any jurisdiction in which, or to any person to whom it would not be lawful to make such an offer or invitation. No action has been taken to register or qualify the Retail Entitlement Offer or the New CDIs, or otherwise permit the public offering of the New CDIs, in any jurisdiction other than Australia, New Zealand or Ireland. Return of the personalised Entitlement and Acceptance Form will be taken by Oneview to constitute a representation by you that there has been no breach of any such laws. Eligible Retail Securityholders who are nominees or custodians should see Section 3.4.

The distribution of this document (including in electronic format) outside Australia, New Zealand and Ireland may be restricted by law. If you come into possession of this Retail Information Booklet, you should observe such restrictions. In particular, this document or any copy of it must not be distributed in the United States. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

Foreign exchange control restrictions or restrictions on remitting funds from your country to Australia may apply. Your application for New CDIs is subject to all requisite authorities and clearances being obtained for Oneview to lawfully receive your application monies.

a. New Zealand

The New CDIs are not being offered to the public within New Zealand other than to existing Securityholders of Oneview with registered addresses in New Zealand to whom the offer of these securities is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This Retail Information Booklet has been prepared in compliance with Australian law and has not been registered, filed with or approved by any New Zealand regulatory authority. This Retail Information Booklet is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

b. Ireland

The New CDIs are not being offered to the public within Ireland other than to existing Securityholders of Oneview with registered addresses in Ireland to whom the offer of these securities may be lawfully made under the Irish Prospectus Regulations.

This Retail Information Booklet has been prepared in compliance with Australian law. It is not a prospectus for the purposes of the Irish Prospectus Regulations and it has not been submitted to or reviewed or approved by the Central Bank of Ireland or any other European regulatory authority.

c. United States

This Retail Information Booklet does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. Neither this booklet (or any part of it), the accompanying ASX announcement nor the accompanying Entitlement and Acceptance Form may be released or distributed directly or indirectly, to persons in the United States.

The New CDIs (including Additional New CDIs) have not been, nor will be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States. The Retail Entitlements may not be issued to, or taken up or exercised by, and the New CDIs may not be offered or sold to, persons in the United States or persons (including nominees and custodians) who are acting for the account or benefit of a person in the United States. The New CDIs and Additional New CDIs will only be offered and sold outside the United States in 'offshore transactions', as defined in and in reliance on Regulation S under the U.S. Securities Act.

7.18 Ineligible Retail Securityholders

Oneview has decided that it is unreasonable to make offers under the Retail Entitlement Offer to retail investors who are holders of Oneview CDIs and who are resident outside Australia, New Zealand and Ireland (or potentially other certain jurisdictions nominated by Oneview and in compliance with local securities law), having regard to the number of such holders in those places and the number and value of the New CDIs that they would be offered and the cost of complying with the relevant legal and regulatory requirements in those places.

7.19 Governing law

This Retail Information Booklet, the Retail Entitlement Offer and the contracts formed on acceptance of Applications made pursuant to the Retail Entitlement Offer are governed by the law applicable in Sydney, Australia. Each Securityholder who applies for New CDIs (including Additional New CDIs) submits to the non exclusive jurisdiction of the courts of Sydney, Australia.

7.20 Information availability

Eligible Retail Securityholders in Australia, New Zealand and Ireland can obtain a copy of this Retail Information Booklet during the Retail Entitlement Offer Period on the Oneview website at www.oneviewhealthcare.com.au or by calling the Oneview Healthcare Entitlement Offer Information Line on 1300 145 340 (within Australia) or +61 3 9415 4291 (outside Australia) at any time from 8.30am to 5.30pm Monday to Friday during the Retail Entitlement Offer Period.

Persons who access the electronic version of this Retail Information Booklet should ensure that they download and read the entire Retail Information Booklet. The electronic version of this Retail Information Booklet on the Oneview website will not include an Entitlement and Acceptance Form. A replacement Entitlement and Acceptance Form can be requested by calling the Oneview Healthcare Entitlement Offer Information Line.

Neither this Retail Information Booklet nor the accompanying Entitlement and Acceptance Form may be distributed to or relied upon by, persons in the United States or persons that are acting for the account or benefit of a person in the United States, or otherwise distributed in the United States.

7.21 Disclaimer of representations

No person is authorised to give any information, or to make any representation, in connection with the Retail Entitlement Offer that is not contained in this Retail Information Booklet.

Any information or representation that is not in this Retail Information Booklet may not be relied on as having been authorised by Oneview, or its related bodies corporate, in connection with the Retail Entitlement Offer. Except as required by law, and only to the extent so required, none of Oneview, its directors, officers or employees or any other person, warrants or guarantees the future performance of Oneview or any return on any investment made pursuant to this Retail Information Booklet.

7.22 Privacy

As a Securityholder, Oneview and the Registry have already collected certain personal information from you. If you apply for New CDIs (including Additional New CDIs), Oneview and the Registry may update that personal information or collect additional personal information for the purposes of:

- a. processing your application and assessing your acceptance of the New CDIs (including Additional New CDIs);
- b. servicing your needs as a Securityholder and providing facilities and services that you request; and
- c. carrying out appropriate administration.

By completing and submitting the Entitlement and Acceptance Form you acknowledge that you are providing Oneview with consent to handle your personal information as described in this privacy section.

Company and tax laws require some of the information to be collected. If you do not provide your personal information, we may not be able to process your application.

Oneview and the Registry may disclose this information for these purposes to its subsidiaries and relevant organisations involved in providing, managing or administering your product or service such as third party suppliers, other organisations, loyalty and affinity partners, printers, posting services, call centres, and our advisors. Oneview and the Registry may need to share some of your information with organisations outside Australia.

Oneview has its registered address in Ireland and is subject to the Data Protection Acts 1988 and 2003 (as amended) (the "Act"). Oneview is the "data controller" for the purposes of the Act in respect of the personal information you disclose to it. By submitting your Entitlement and Acceptance Form you consent to your personal information being transferred outside of the European Economic Area, to countries which may not have the same level of data protection laws as the Act provides in Ireland.

You will generally be provided access to your personal information (subject to some exceptions permitted by law), but you may be required to pay a reasonable charge to the Registry for access. Oneview aims to ensure that the personal information it retains about you is accurate, complete and up-to-date. To assist with this, please contact the Registry if any of the details you have provided change. In accordance with the requirements of the Irish Companies Act and the Corporations Act, information on the register will be accessible by members of the public. If you have any concerns or queries about the way your personal information is managed by Oneview, please contact the Company Secretary. Oneview's privacy policy is available on its website. The privacy policy contains information about how you can gain access to or seek correction of personal information that Oneview holds about you. It also contains information about how you may make a privacy complaint and how Oneview will deal with it.

You can ask us to access information that we hold about you or to correct information we hold about you by telephoning or writing to Oneview through the Registry as follows:

Mail to:

Oneview Healthcare PLC
C/- Computershare Investors Services Pty Limited
GPO Box 505
Melbourne VIC 3001
Australia

By telephone:

Oneview Healthcare Entitlement Offer Information Line
Australia: 1300 145 340
International: +61 3 9415 4291

Open 8.30am to 5.30pm (AEDT) Monday to Friday during the Retail Entitlement Offer Period.

Glossary

In this Retail Information Booklet, the following terms have the following meanings:

Additional New CDI	New CDI in excess of a Securityholder's Entitlement
Announcements	The ASX Announcement, the Investor Presentation and the Institutional Offer completion announcement
Application	Arranging for payment of the relevant Application Monies through BPAY in accordance with the instructions on the Entitlement and Acceptance Form or the submission of an Entitlement and Acceptance Form accompanied by the relevant Application Monies
Application Monies	The aggregate amount payable for the New CDIs and any Additional New CDIs applied for through BPAY or in a duly completed Entitlement and Acceptance Form
ASIC	Australian Securities and Investments Commission
ASX	ASX Limited (ABN 98 008 624 691) or the financial products market operated by that entity known as the Australian Securities Exchange
ASX Announcement	The announcement released to ASX on 17 November 2017 in connection with the Entitlement Offer, a copy of which is included in Section 5 of this Retail Information Booklet
ASX Listing Rules	The official listing rules of ASX, as amended or replaced from time to time except to the extent of any waiver granted by ASX
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Eligible Institutional Securityholder	An institutional Securityholder to whom the Underwriter made an offer on behalf of Oneview under the Institutional Entitlement Offer (and who, for the avoidance of doubt, is not an Excluded Ineligible Securityholder under the Underwriting Agreement)
Eligible Retail Securityholder	A Securityholder that satisfies the definition outlined in Section 1
Eligible Securityholder	A person who is an Eligible Institutional Securityholder or an Eligible Retail Securityholder
Entitlement	The entitlement to 1 New CDI for every 4.35 Oneview CDIs held on the Record Date, pursuant to the Entitlement Offer
Entitlement and Acceptance Form	The Entitlement and Acceptance Form accompanying this Retail Information Booklet which can be used to submit an Application
Entitlement Offer	The accelerated non-renounceable pro rata entitlement offer of approximately of 1 New CDI for every 4.35 Oneview CDIs held on the Record Date at the Offer Price, and comprised of the Institutional Entitlement Offer and the Retail Entitlement Offer
Ineligible Institutional Securityholder	An institutional Securityholder that is not an Eligible Institutional Securityholder
Ineligible Retail Securityholder	A retail Securityholder that is not an Eligible Retail Securityholder
Ineligible Securityholder	Either an Ineligible Institutional Securityholder or an Ineligible Retail Securityholder or both (as the context requires)
Institutional Entitlement Offer	The offer of New CDIs to Eligible Institutional Securityholders under the Entitlement Offer
Investor Presentation	The investor presentation in connection with the Entitlement Offer dated 17 November 2017, a copy of which is included in Section 5 of this Retail Information Booklet

IPO Prospectus	Means the prospectus issued by Oneview and dated 19 February 2016
Irish Companies Act	The Irish Companies Act 2014
Irish Prospectus Regulations	The Prospectus (Directive 2003/71/EC) Regulations 2005 (as amended) of Ireland
Issue Date	The date on which New CDIs are issued to Eligible Retail Securityholders under the Retail Entitlement Offer, expected to be 11 December 2017
New CDI	A new chess depositary interest over fully paid ordinary shares in Oneview issued under the Entitlement Offer, including (as the context requires) to the Underwriter or any sub-underwriter
Offer	The Entitlement Offer and Placement
Offer Price	\$2.00 per New CDI
Oneview	Oneview Healthcare PLC (Irish company registration 513842) (ARBN 610 611 768)
Oneview CDI	A CHESS Depositary Interest representing a beneficial interest in one fully paid ordinary share in Oneview
Placement	An institutional placement of approximately 2.5 million New CDIs to raise approximately A\$5 million
Record Date	7.00pm on 21 November 2017
Registry	Computershare Investor Services Pty Limited
Regulation S	Regulation S under the U.S. Securities Act
Retail Closing Date	The date the Retail Entitlement Offer closes, being 5.00pm on Monday, 4 December 2017
Retail Entitlement	An Entitlement under the Retail Entitlement Offer
Retail Entitlement Offer	The offer of New CDIs to Eligible Retail Securityholders under the Entitlement Offer
Retail Entitlement Offer Period	The period commencing on the opening date of the Retail Entitlement Offer, as specified in the Entitlement Offer timetable in the Key Dates for the Retail Entitlement Offer section of this Retail Information Booklet, and ending on the Retail Closing Date
Retail Information Booklet	This booklet dated 21 November 2017, including the Announcements and the Entitlement and Acceptance Form
Retail Shortfall	Retail Entitlements not taken up by Eligible Retail Securityholders and Entitlements of Ineligible Retail Securityholders under the Retail Entitlement Offer, which will be available to satisfy applications for Additional New CDIs with any excess being acquired by the Underwriter or any sub-underwriters
Securityholder	The registered holder of an Oneview CDI
Underwriter	Macquarie Capital (Australia) Limited
Underwriting Agreement	The Underwriting Agreement dated 17 November 2017 between Oneview and the Underwriter, as described in section 7.16
U.S. Securities Act	The U.S. Securities Act of 1933, as amended

Corporate Directory

Website

To view more information on Oneview, including in relation to Oneview's business and operations, news updates, reports, publications and investor information, visit **www.oneviewhealthcare.com.au**

Offer Information Line

Oneview Healthcare Entitlement Offer Information Line

Australia: 1300 145 340

International: +61 3 9415 4291

Open 8.30am to 5.30pm (AEDT) Monday to Friday during the Retail Entitlement Offer Period

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