



USCOM

2012 Annual General Meeting

Rob Phillips

Executive Chairman and CEO

Sydney, Australia

7th NOVEMBER 2012

The Measure of Life



Agenda

- **Review of operations**
- **Consideration of the Financial Accounts**
- **Resolutions**
 - **1. Election of Directors**
 - **2. Remuneration report**
 - **3. Resolutions**
- **General Discussion**



Chairman's Report

*“The foundations are in place,
and we are poised for growth.”*



Doing what we said we'd do!

“In 2012 we intend to restore sustainable operations, preserve sales, stabilise capital and establish a commercialisation strategy”

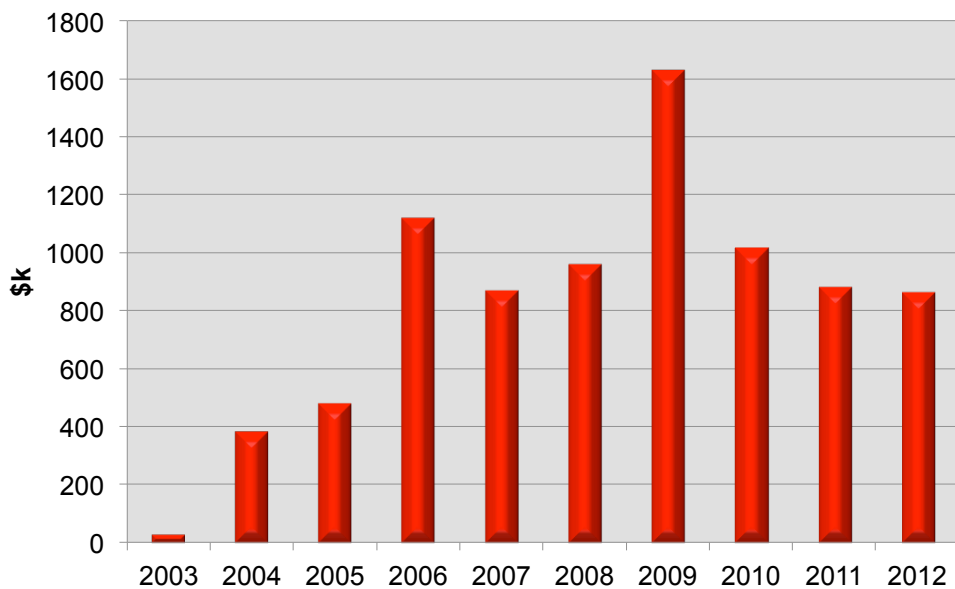
2011 AGM



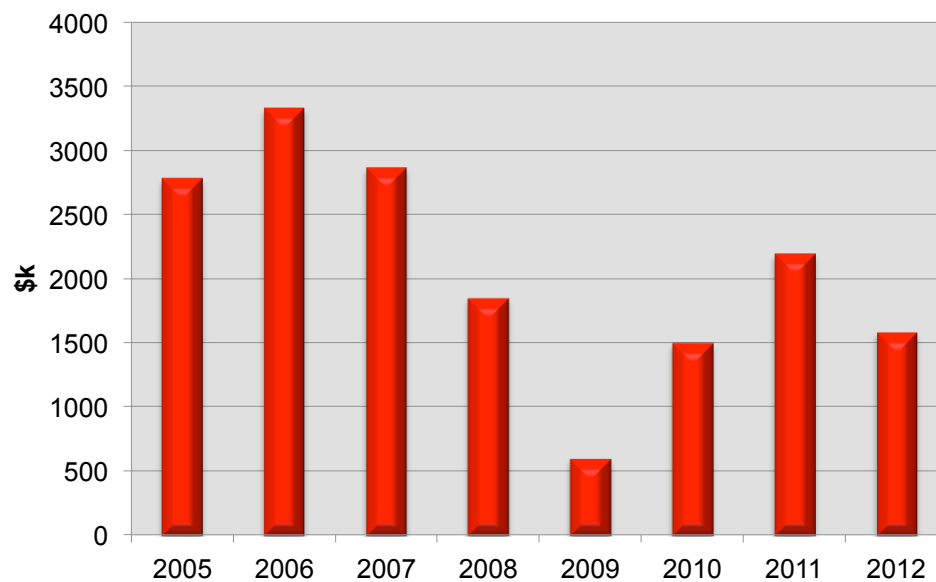
Sales Recovering, Costs Cut

FY 2012

Annual Revenue



Cash Consumption

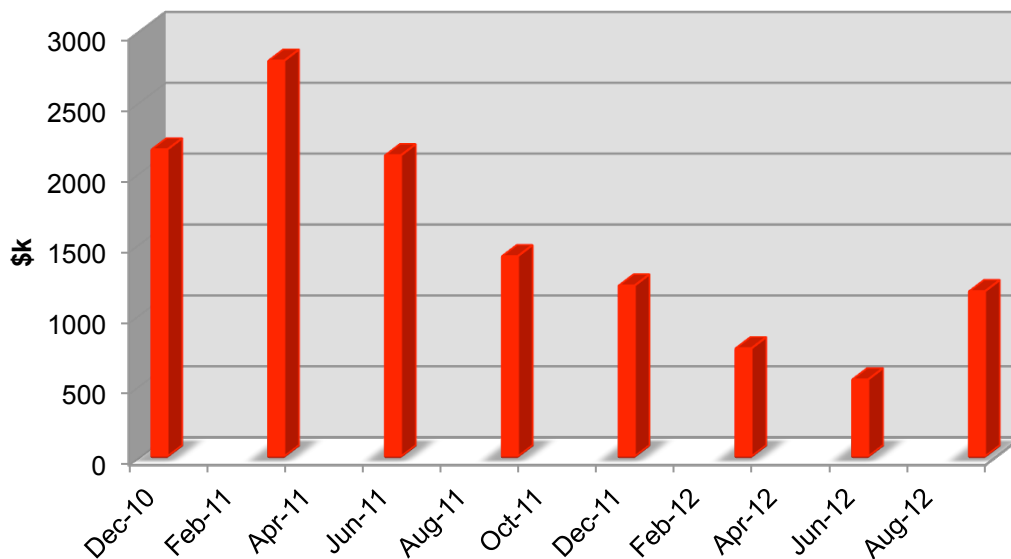




Cash Restored

Quarterly 4C results

Cash on hand



Costs down, Sales steady, Cash up



Successful PP Capital Raising

\$1.23m raised at 12c

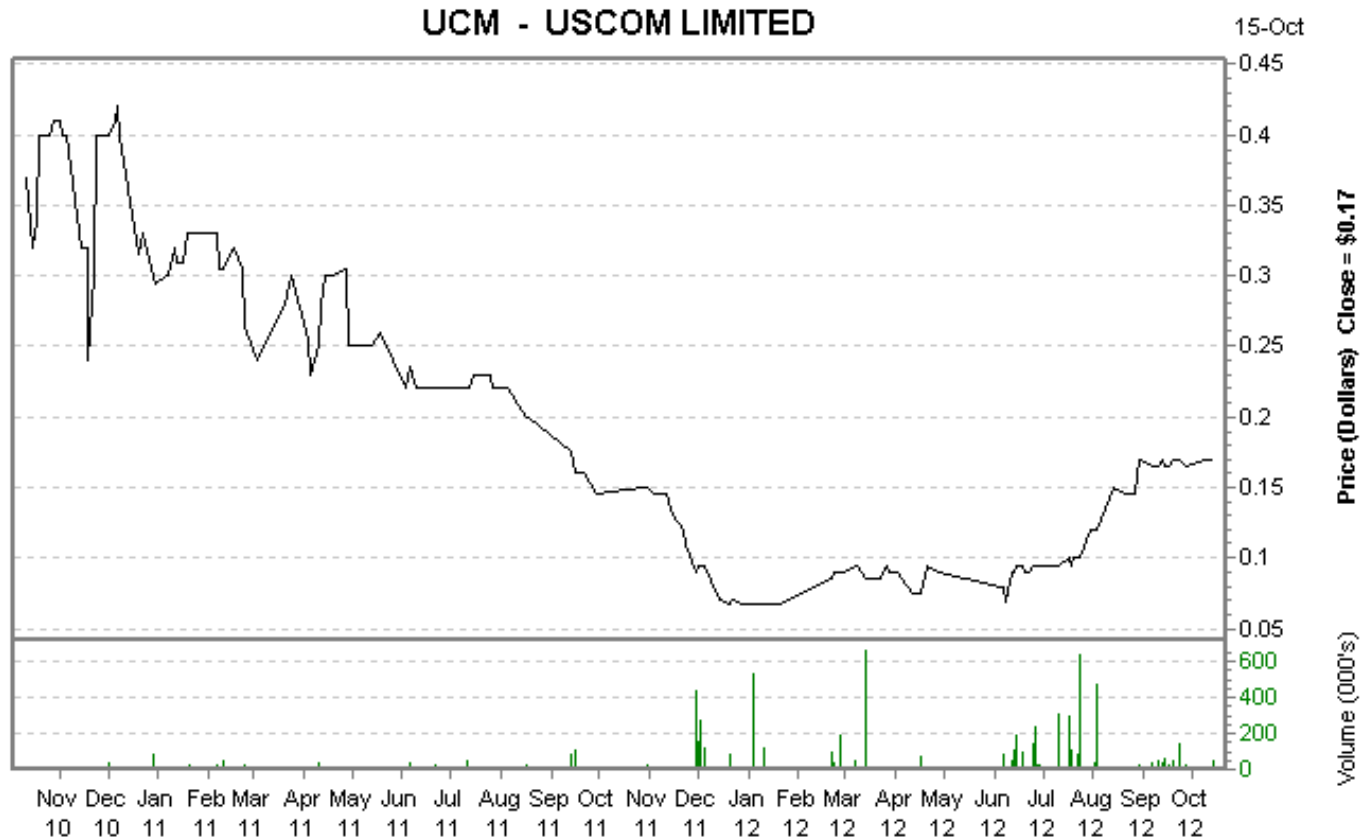
20% discount at 15c price

New and established investors



Rebuilding Value

PARITECH Charts

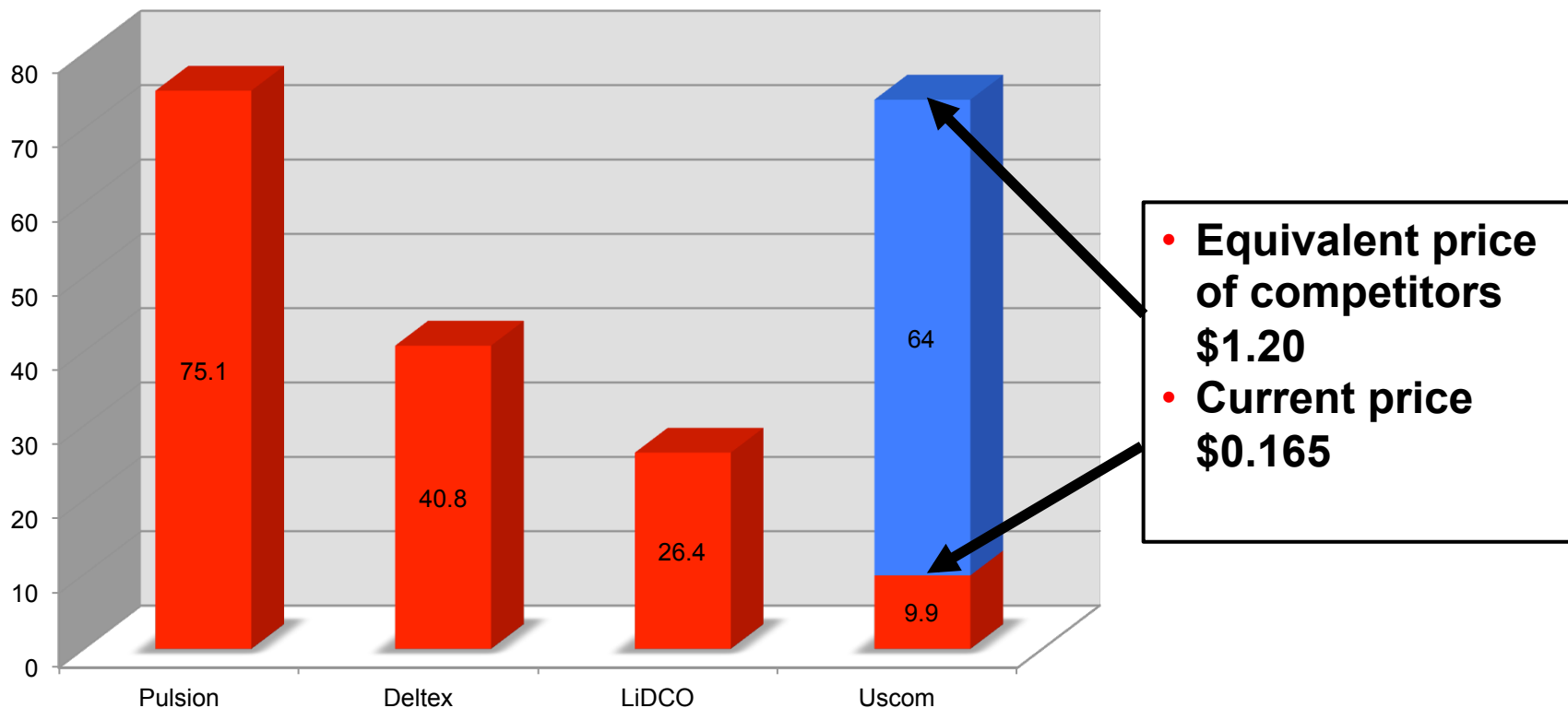




Investment opportunity

Capitalised value of USCOM and competitors

Capitalised Value





Outstanding Science 2012

1. USCOM included in **UK NHS guidelines** (UK)
2. USCOM new **gold standard cardiac monitor** – 6 to 8 times as accurate as catheter based PAC (Melbourne)
3. USCOM better than invasive catheters for managing **sepsis** (Germany)
4. USCOM to calibrate **ventilator** monitoring (Germany)
5. USCOM preferred to NICE methods for **high risk surgery** monitoring (Hong Kong)
6. USCOM “state of the art” for **hypertension in pregnancy** (London, Rome)
7. USCOM used to reduce **sepsis** mortality by 90% (Australia)
8. USCOM used for **chemotherapy** monitoring (Germany)
9. USCOM for **hypertension** treatment – 3 studies herald adoption for USCOM (International Society of Hypertension)



Commercialisation strategy

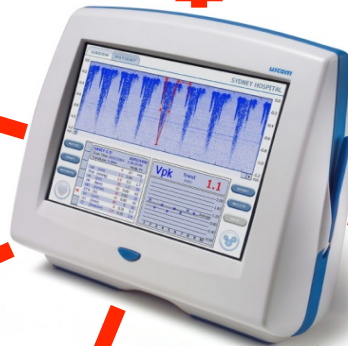
Pharmaceuticals



Crit Care CO Monitoring module



Ultrasound CO module



Home care
Hypertension, HF and sleep monitoring



Pacemaker optimisation unit - ElectroCOM



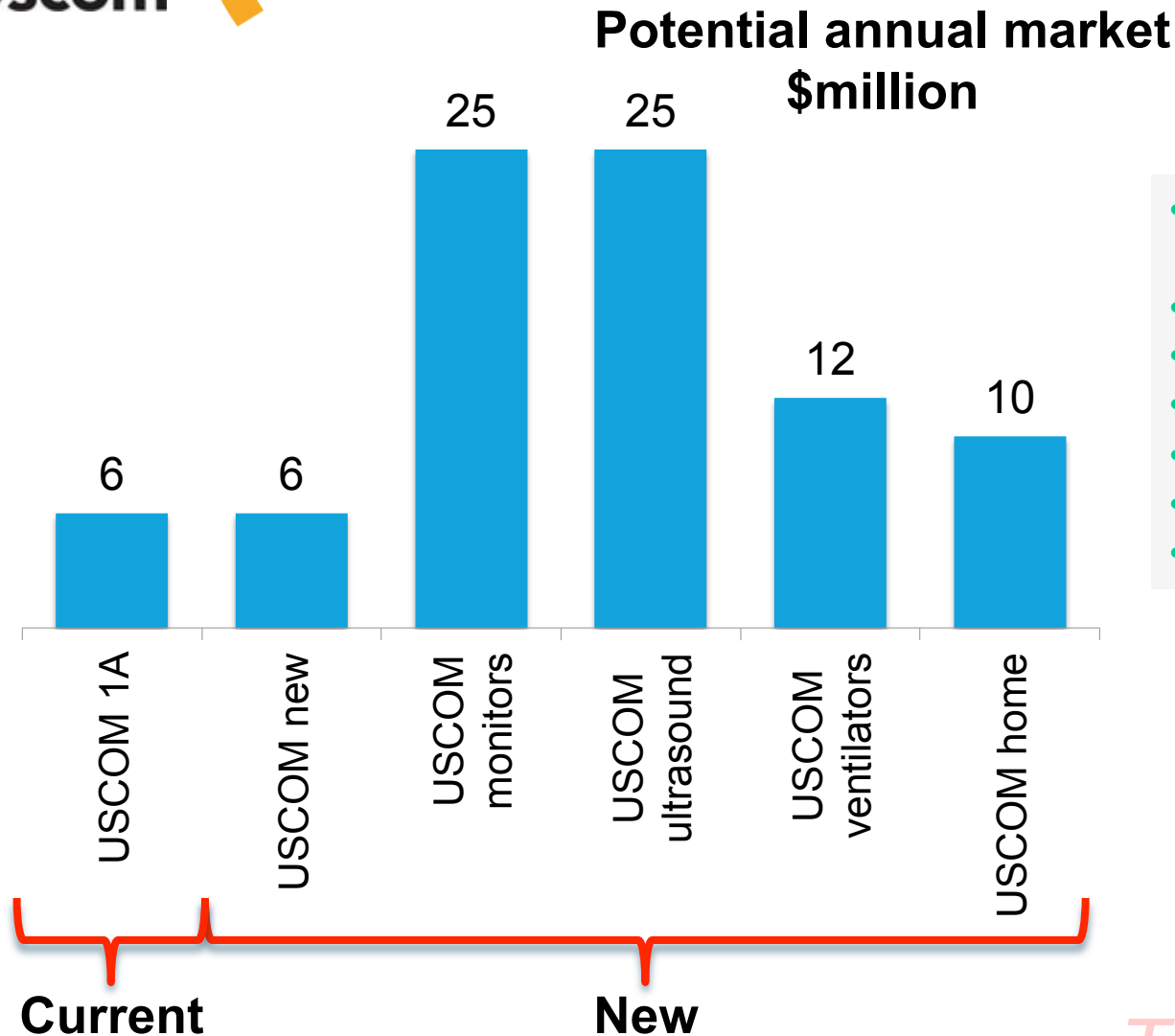
Mobile Monitoring module



Ventilation CO module



Commercialisation strategy



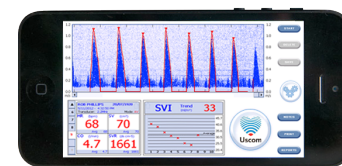
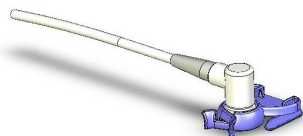
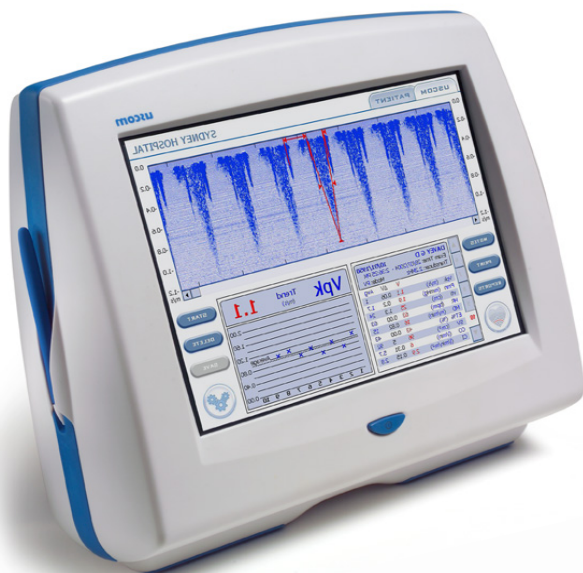
- Partnership with instant take up of technology
- 4 new markets
- 20% Penetration
- No Upgrades
- USCOM gross \$84m pa
- Cap val = 12xPE = \$1,008m
- 100m shares @ \$18

Total = \$84m pa

The Measure of Life



Uscom – Product platform



Small, Telemetric, Continuous, Portable, USCOM App



IP - Adding value

USCOM has significant value in patent protected IP

22 granted patents



5 pending applications



2 registered trade marks

Uscom Patent Report – 18th Oct 2012

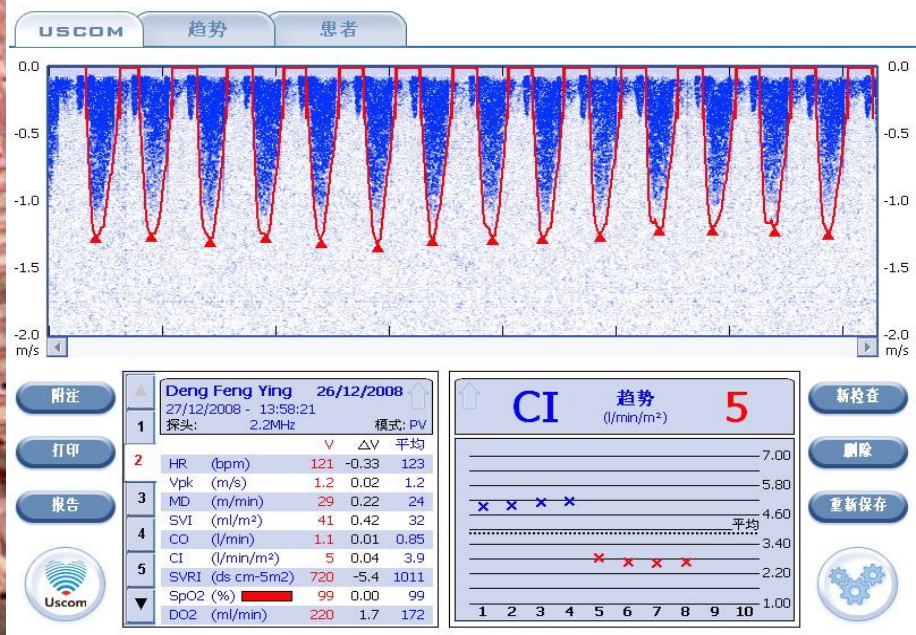
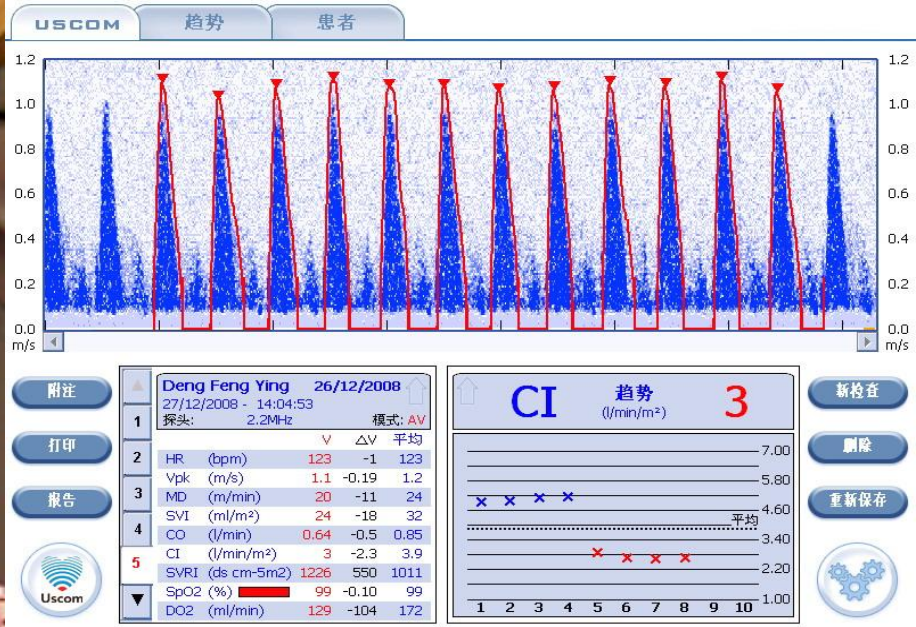
Building a product pipeline....



Why are we here?

“There are no words to describe how we felt” Abbie's mother Charlotte Pattison





Courtesy of Dr. He,
Guangdong General Hospital, NICU

2008/12/09 10:08





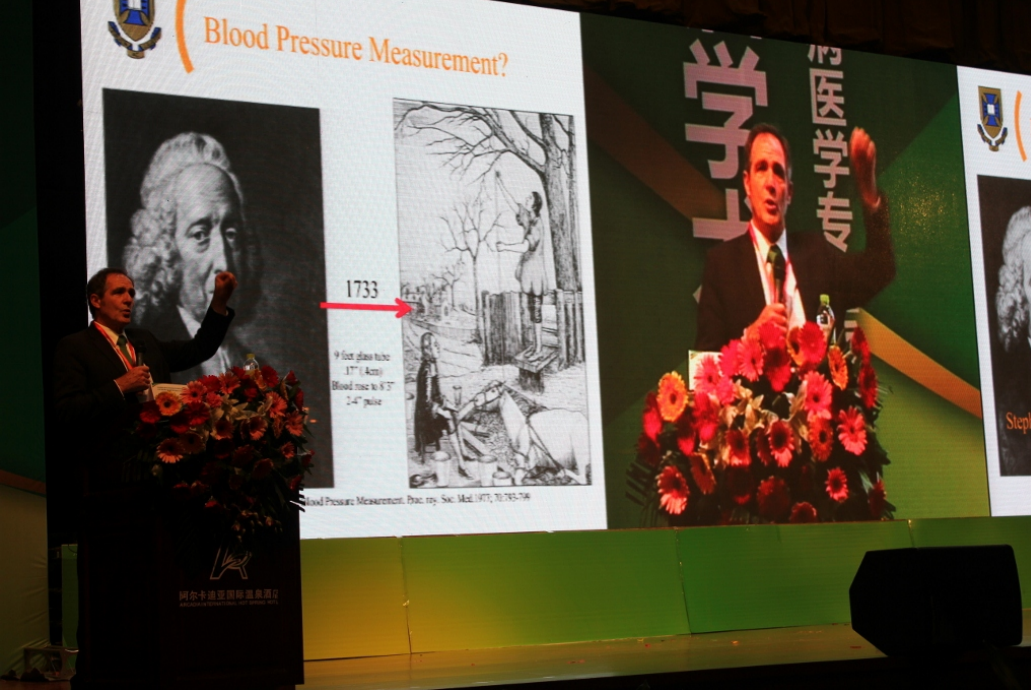
HOW SMALL MACHINES HAVE BECOME A BIG IDEA IN HEALTHCARE

- Driving point-of-care visualisation into medicine
- Proprietary ultrasound miniaturisation technology
- Advanced imaging technologies across all products
- Unmatched durability – capability to withstand a 1 metre drop onto hard surfaces
- Fluid resistant user interface for easy cleaning and disinfection
- Proven reliability



Indonesian Paediatric
Prof Anton

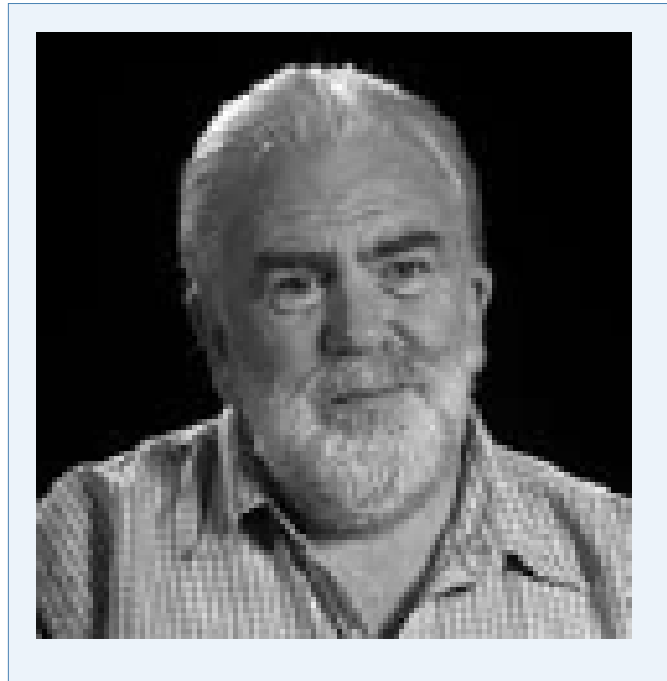






Why we are here!

*“This machine is saving lives.
There are no two ways about it!”*

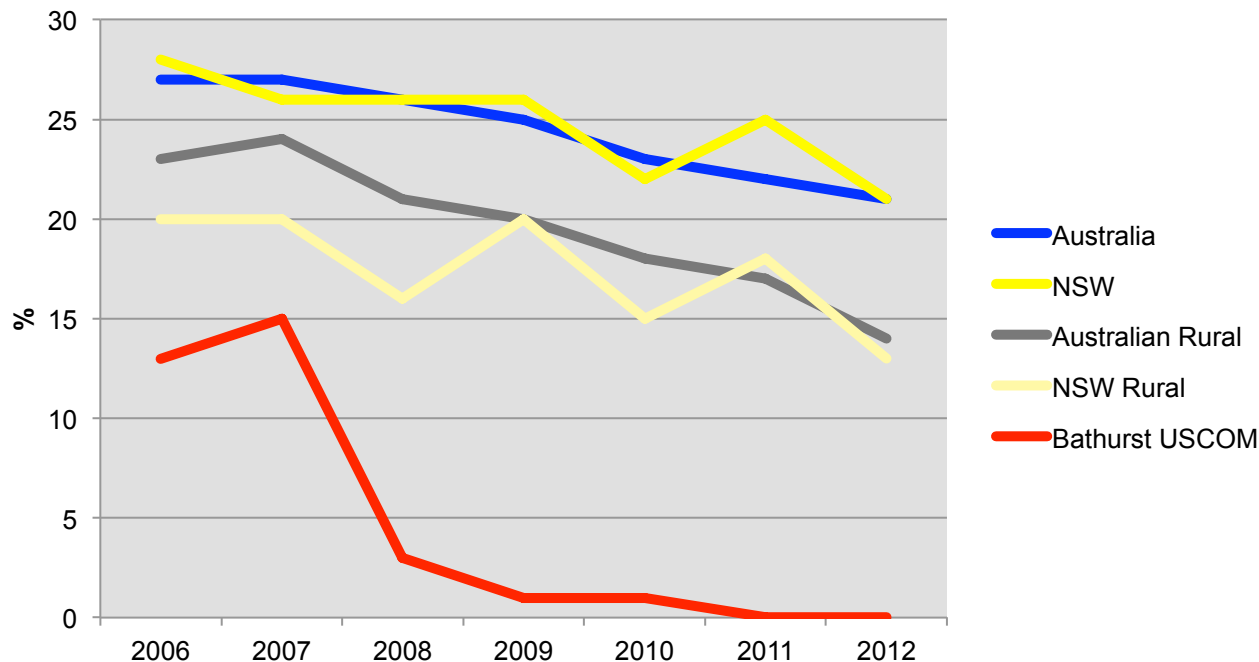


Professor Brendan Smith



Sepsis

Mean Mortality % 2006-2012



Mortality reduced 60.7% to 4.4% (-93%)

Renal failure reduced 52.7% to 2.6% (-95%)

Emergency transports reduced 24.6 to 3.2% (-87%).

From ANZICS CORE database.

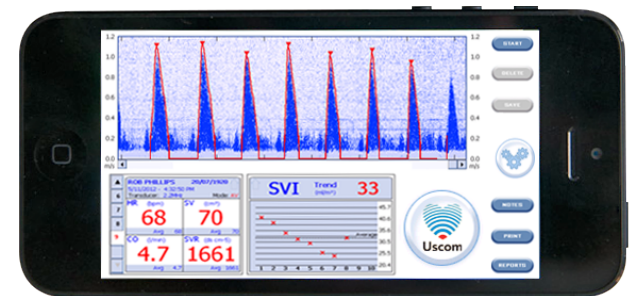
Brendan E Smith MB.,Ch.B., FFA, RCS.

The Measure of Life



2013

- Continue sound management
- Leverage the outstanding science of USCOM into global practice
- Develop new USCOM devices to meet the clinical needs of multiple markets
- Expand global commercial opportunities





Opportunity

“Uscom may just be the next big Australian medical device success story.”

The foundations are in place, and we are poised for growth.”



Accounts and Resolutions

Information relating to the Financial Accounts and Resolutions were included in the Notice of Meeting, dated 5th October 2012

Financial Accounts discussion and adoption

Resolution 1 – Election of Christian Bernecker

Resolution 2 – Election of Sheena Jack

Resolution 3 – Remuneration Report

Resolution 4 – Ratification of Private Placement Shares

Resolution 5 – Approval of Private Placement Shares

Resolution 6 – Approval of Issue of Shares to Sheena Jack

Resolution 7 – Additional Share Issue under Listing Rule 7.1A

Resolution 8 – Approval of Issue of Options to Rob Phillips

QUESTIONS?



Adoption of Financial Accounts

Financial Accounts discussion and adoption

“Financial Statements and Reports To receive and consider the reports of the directors and of the auditors, the income statement, balance sheet and cash flow statement for the year ended 30 June 2012.”

QUESTIONS?



Resolutions

ALLOCATION OF PROXIES:

The Chairman intends to vote in favour of all resolutions and abstain from res 3 and 8.

	For		Against		Open		Total	
	Shares (%)	Hold(%)	Shares (%)	Hold(%)	Shares (%)	Hold(%)	Shares	Hold
1. Elect Christian Bernecker	9,717,972 (55.13)	22(59.46)	1,630,564(9.25)	4(10.81)	6,277,579 (29.73)	11(29.3)	17,626,115	37
2. Elect Sheena Jack	9,717,972 (55.13)	22(59.46)	1,630,564(9.25)	4(10.81)	6,277,579 (29.73)	11(29.3)	17,626,115	37
3. Remuneration Report	15,932,614 (90.39)	31(83.78)	1,693,501(9.61)	6(16.22)	0(0)	0(0)	17,626,115	37
4. Ratify Share PP	1,629,156 (7.02)	17(45.95)	1,664,902 (7.39)	9(24.32)	6,277,579 (65.59)	11(29.73)	9,571,637	37
5. Approve Share PP	9,684,634 (54.94)	18(47.37)	1,664,902 (9.45)	9(23.68)	6,277,579 (35.61)	11(28.95)	17,627,115	38
6. Approve Shares to Sheena Jack	9,661,770 (54.82)	16(42.10)	1,687,579 (28.95)	11(28.95)	6,277,579 (35.61)	11(28.95)	17,627,115	38
7. Additional Share Issue	9,664,770 (54.83)	17(44.73)	1,684,766 (9.56)	10(26.32)	6,277,579 (35.61)	11(28.95)	17,627,115	38
8. Options Rob Phillips	9,621,770 (54.59)	15(39.47)	1,727,766 (9.80)	12(31.58)	6,277,579 (35.61) – 22,000(0.35)	11(28.95)	17,627,115	38



Resolution 1

Election of Christian Bernecker

To consider and, if thought fit, to pass the following ordinary resolution of the Company:

"That Mr Christian Bernecker, a Director having been appointed since the last AGM, retires in accordance with Rule 6.2(c) of the Company's Constitution and, being eligible for re-election, be re-elected as a Director of the Company."



Resolution 2

Election of Sheena Jack

To consider and, if thought fit, to pass the following ordinary resolution of the Company:

"That Ms Sheena Jack, a Director having been appointed since the last AGM, retires in accordance with Rule 6.2(c) of the Company's Constitution and, being eligible for re-election, be re-elected as a Director of the Company."



Resolution 3

Remuneration Report

To consider and, if thought fit, to pass the following non-binding resolution of the Company:

‘That the Remuneration Report be adopted’.



Resolution 4

Ratification of Private Placement of Shares

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4, and for all other purposes, the issue of 2 million shares at an issue price of \$0.075 on 2 July 2012 and 5.8 million shares at an issue price of \$0.12 per share on 4 September 2012 to the persons identified, and on the terms described, in the Explanatory Statement which forms part of this Notice of Meeting is approved.”



Resolution 5

Approval of Private Placement of Shares

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, the issue of 2,884,997 fully paid ordinary shares at a price of \$0.12 per share to the persons identified, and on the terms described, in the Explanatory Statement which forms part of this Notice of Meeting is approved.”



Resolution 6

Approval of Issue of Shares to Sheena Jack

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 350,000 fully paid ordinary shares at a price of \$0.12 per share to Sheena Jack, or her nominee, on the terms described in the Explanatory Statement which forms part of this Notice of Meeting is approved.”



Resolution 7

Additional Share Issue Capacity under Listing Rule 7.1A

To consider and, if thought fit, to pass the following resolution as a special resolution:

"That, pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Memorandum."



Resolution 8

Approval of Issue of Options to Rob Phillips

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, the issue of 3,000,000 options to Mr Rob Phillips on the terms described in the Explanatory Statement which forms part of this Notice of Meeting is approved.”



USCOM

2012 Annual General Meeting

Rob Phillips

Executive Chairman and CEO

Sydney, Australia

7th NOVEMBER 2012

The Measure of Life