ASX ANNOUNCEMENT

29 November 2022

2022 Annual General Meeting

Healthia Limited (**Healthia** or the **Company**) (**ASX:HLA**) attaches a copy of the Addresses and Presentation to be delivered by the Chairperson, Dr Glen Richards, and the Managing Director and Chief Executive Officer, Mr Wesley Coote, to shareholders at its Annual General Meeting commencing today at 11:00am AEST.

This announcement is authorised for release by the Company Secretary.

CONTACT

Investors are encouraged to keep up to date with Healthia news and research by subscribing at:
https://www.healthia.com.au/join-us/

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Healthia Limited
2022 Annual General Meeting

Chairperson's Address

Dear fellow shareholders, I would like to welcome you to the 2022 Annual General Meeting for Healthia Limited.

Having just attended our Healthia Conference on the Gold Coast in October with over 1,000 of our Clinic partners, leadership team and clinicians I can confirm that we have a company full of engaged and inspired team members that have come through three tough years with commendable tenacity and resilience. The feedback was very positive from our front-line clinicians around patient engagement, improvement in foot traffic and more normal patterns of behaviour returning for both employee and patient activity.

The FY22 financial year did present ongoing challenges as the pandemic continued with the Omicron variant emerging and higher than normal staff absenteeism and patient and customer appointment cancellations due to illness being experienced in H222. During that time, I was pleased to see our team members prioritise their patients, customers, and the communities around them, and more importantly, they continued to support each other and played their part in ensuring that quality health care continued to be delivered during the pandemic.

On behalf of Healthia's Board of Directors, I would like to take this opportunity to congratulate our teams on their achievements and thank them for their commitment and professionalism over the last few years and especially FY22 despite the many challenges they faced. Our people are our heart and soul and the reason for our success.

FY22 was a year of transformation and growth for Healthia with the deployment of $111.3m of capital on new business acquisitions, including $91.7m for the acquisition of the Back in Motion clinics. Healthia grew to over 300 allied health businesses, entered the NZ market and increased team member numbers to over 2,425. We finished FY22 having transformed into a robust and scalable allied health platform, seeing Healthia become one of Australia and New Zealand's largest allied health providers.

FY2022 Financial Performance

Healthia's underlying Revenue and Net Profit After Tax plus Amortisation (NPATA) attributable to the owners of Healthia Limited for FY22 was $202.8 million and $9.2 million respectively, while the statutory Net Profit After Tax (NPAT) attributable to the owners of Healthia Limited for the period saw a loss of $3.3m. The statutory financial performance of the Company was impacted by staff absenteeism and patient and customer cancellations due to COVID-19, isolated flooding in Southeast Queensland and New South Wales, and larger one-off acquisition, integration and restructuring costs from the acquisitions made in FY22.

Key highlights for the period include:

- Underlying revenue growth over prior year of 44.4%
- Underlying EBITDA (removing the impact of AASB16) growth over prior year of 14.3%
- Underlying NPATA (attributable to owners) growth over prior year of 3.8%
- Over 1.6 million appointments by Healthia staff
- Recruitment of 154 graduate clinicians, up from 64 on prior year
- Clinician retention rates across the Group of 83.8%

Healthia paid an interim dividend of 2.0 cents per share. The Dividend Reinvestment Plan remains in place to ensure we preserve cash reserves. The Directors of Healthia determined not to declare the payment of a final dividend for 2022 taking into account the impacts from COVID-19, significant one-off costs incurred during the period, in addition to the ongoing growth opportunities (both organic and inorganic) available to Healthia. Healthia plans to resume its stated dividend policy, of distributing between 40 to 60% of underlying NPATA, during FY23.

While a full recovery is yet to be seen we are comfortable that the baseline earnings of the business support the ongoing growth plans of the Company and we are hopeful that a full recovery, back to pre-pandemic levels will be achieved soon.

As previously noted, despite the impacts and challenges from COVID-19 which have continued into FY23, for the period 1 July 2022 to 30 November 2022, we can confirm unaudited underlying EBITDA for the 5-month period was circa $13.4m. You will notice from the updated monthly underlying EBITDA graph that:

- September in line with expectations except for unforeseen impacts from the Queens Memorial Day public holiday.

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- October performance down on prior months but in line with our expectation when taking in the impact of the Healthia Conference.

Equity Raising

On 8 September 2022, Healthia announced it would raise up to $15 million to provide additional cash reserves to fund near term acquisition opportunities and to provide additional financial flexibility. On completion, Healthia raised $11.5 million, with funds used to continue to support the large active pipeline of potential allied health acquisition opportunities, including the acquisition of the Corio Bay Health Group which is scheduled to settle on 1 December 2022, as announced to the ASX. These funds and the large pipeline give us confidence that we will deploy at least $20 million of capital to acquisitions in FY23.

While we continue to recover from COVID, and continue with our normal acquisitive growth activity, our key imperative is to ensure we continue to deliver organic growth as well. I will now hand over to the Group CEO and Managing Director, Wesley Coote, who will provide more details about organic growth activity and where to for Healthia over the next 12 months.

Healthia Limited
2022 Annual General Meeting

Managing Director & Chief Executive Officer's Address

Good morning, everyone.

As mentioned by Glen, our focus is on our continued post pandemic recovery as well as ensuring our key organic strategies are delivering strong and sustainable growth across our businesses. To assist with the execution, we have recently launched our "4-3-4" strategy, which is focused on Inspiring, Engaging and Connecting our teams, patients and communities post the pandemic and helping us to realise the vision of becoming Australia and New Zealand's largest and most diversified allied health provider.

I will touch on the "4-3-4" strategy shortly but first I would like to introduce Healthia's new branding. As an organisation we were seeking a brand which represents the spirit, purpose, and energy of Healthia both internally to our teams and externally to our patients and the communities we operate in. Therefore, I would like to introduce to you the new Healthia brand.

Turning to slide 10, in the figurative pattern we communicate:

- The human form, which is fluid and changing
- The 3 divisions of our business, interacting and balanced with momentum
- Connectivity – as we continue to grow and work together, we evolve to connect our patients to a diverse array of allied health products and services in a timely manner

The new logo also represents the collective colours of key foundation brands in each of the divisions, with these colours an acknowledgement to the 20 year plus brand histories and a reflective symbol of the healthcare and wellbeing product and services provided by our exceptionally talented team members.

I will play a short clip to show how the new logo, and how our core philosophies, were launched at the recent Healthia Inspired 2022 conference.

Moving forward, and as set out in slide 10, our key focus is on implementing and driving growth via our "4-3-4" strategy. The strategy is broken into three components being:

- 4 key strategies
- 3 unique selling propositions that support Healthia's strategies, and
- 4 ambitious but measurable outcomes from the strategies.

I'll now discuss in more detail each of the 3 components to the "4-3-4" strategy.

The first component to discuss are our 4 key strategies for growth, with the first strategy being **Extensive Coverage** - I am not going to touch on this strategy for long. Having grown the network from 104 clinics at listing in September of 2018 to over 300 clinics 4 years later, we as a management team have proven that we can source acquisitions, at sensible valuations, and successfully integrate them into our systems. We have previously discussed the fact that we will continue to deploy the $20m of capital per year on accretive acquisitions and continue to build on the less than 3.0% market share in the industries we operate in. The only key update to this strategy is that our big hairy audacious goal is to have an extensive enough coverage that 50% of Australians and New Zealanders can easily access our product and services if they choose to.

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The second strategy is **Innovation** – at our core is innovation, with a number of our founders having pioneered change in their industry over the years, this desire to remain ahead of our peers and to be seen as an industry leader is not diminished under the Healthia model. Furthermore, we believe strongly that innovation will ensure we are providing our patients with the products and services they require to remain active and live a healthy and happy life. We continue to demonstrate innovation through our vertically integrated businesses of:

- AED - which owns a number of leading eyewear brands that are exclusive to Healthia's optometry stores;
- DBS - a leading podiatry and medical supplies wholesaler; and
- Orthotics - Australia's largest and leading orthotics manufacturing laboratory which specialises in 3D printing.

Moreover, in the last 12 months we developed the Healthia Research & Development Hub. The first key project of the Healthia R&D Hub is on manufacturing smart orthotics for regional remote Australia. This project is supported by a federal government CRC-P grant of $2.2m and sees us working in conjunction with the University of Queensland, the Queensland University of Technology and Northwest Hospital and Health Services. We are also:

- Listed as a partner on 6 MRFF grant applications with 5 different institutions, and
- Listed on 24 publications as an affiliate in the last 12 months.

Our focus on being the best doesn't stop with innovation. Our third key strategy is **Quality**. Our teams are outcome focused for their patients, meaning we are focused on ensuring that the clinical standards we deliver to our patients are of top quality and allow our patients to achieve the desired outcome or results from their care which they are after. We do not compromise on this quality, and we set these standards through innovation and through our structured education and professional development programs, which I will touch on shortly as part of our unique selling proposition.

The fourth and final key strategy, and at present the strategy receiving the most focus from the management team, is our **Growth** strategy. There are several organic growth strategies which we have been focused on delivering year on year, these include:

- Increase clinical head count where capacity in the clinic exists. Each year our strong positioning in the market allows us to be able to recruit graduate clinicians to support this head count growth, with over 150 graduates recruited at the start of this year, and another 80 graduates already signed up to begin in early 2023.
- Co-location of complementary allied health services inside of existing footprint. Examples of this include podiatry services into a physiotherapy clinic or the introduction of audiology services into an optometry store
- Introduction of new services into existing clinics, for example introducing laser therapy or shockwave therapy into our podiatry clinics or retinal scanners into optical stores
- Upskilling of existing workforce through education and professional development activities
- Driving strong cultural engagement ensuring productivity from our teams
- Overlaying buying power including utilising our vertically integrated businesses to control costs and drive margin improvement
- Utilising technology to create efficiencies for our teams and technology to be able to communicate with our patients in a more timely and effective way
- Bringing a level of sophistication to marketing activities which provides a competitive advantage in cottage industries which lack marketing expertise

We are also in early stages of scoping out how to better leverage the large database of patients across our 3 divisions, and how we can enable our patients to utilise Healthia's full range of allied health services as and when they need them. There is limited activity happening on this front at present.

Our target is for organic growth to get back to pre-pandemic levels, which as you can see by the graph in slide 13, was circa 5.3% in FY20. Year on year we would expect the various organic growth strategies I have just discussed to deliver us between 3%-6% growth.

To support our 4 key strategies, we have 3 unique selling points. We believe that these help us to stand out from our competitors to our team members, patients and the communities we operate in.

The first unique Healthia selling point is our **Clinician Led** strategy. Across the Company we have several founding clinicians who remain active in key leadership roles as well as our Clinic Partnership Program. This allows us to maximise the knowledge and experience of these industry experts, helps us to share collective wisdom which has taken decades to develop, opens industry doors that are somewhat harder to pry open by outsiders and provides deep insights into team members and patients. Our Clinic Partnership Program allows our clinicians to continue to own a portion of their clinic alongside of us, retaining in place clinical leadership, entrepreneurship and experience to support that clinic's continued growth.

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We are also focused on being **Tech Enabled** via our centralised support function. The aim is to:

- enable our team members to provide products and services to our patients in an efficient, timely and cost-effective way
- Linking our patients to our wide range of allied health products and services across our varying divisions
- Providing us with a competitive advantage

We still have work to do on this, however, to support the success of this initiative we have developed the Healthia Technology Roadmap which we will continue to execute and refine over the next 12 months. This roadmap is designed to ensure tech quickly becomes a key unique selling proposition for Healthia.

The third unique Healthia selling point, and the one I am most proud of, is **Education and Professional Development**. By providing structured education opportunities for our teams, it ensures strong engagement as well as sets high standards of care for the industry for our patients. Since listing we have continued to develop our professional development programs and we now offer 19 different programs, with the key programs being:

1. Graduate program – this program is key to allow us to recruit and retain new talent. It helps fill vacancies and helps bring on additional team members for organic growth
2. Clinic Leadership program – this provides experienced clinicians with the chance to reassess their clinical reasoning skills and refresh some of their thinking
3. Business Leadership program – this program develops skills in our future leaders and clinic partners by providing them with knowledge and tools needed to commercially run a successful clinic
4. Biennial conference – as you saw by the short clip earlier, we held the Inspired 2022 conference at SeaWorld on the Gold Coast in mid-October. The conference was attended by 1,002 delegates and focused on professional and clinical development across 12 clinical disciplines and administration streams. The conference was a success, with our team members rating it a 6.2 out of 7 and was followed by record trading weeks in November demonstrating the boost in staff morale and motivation

We believe the strategies of Education and Development, Technology Enabled and Clinician Led are unique selling points which sets us apart from our industry peers and ASX listed peers. These support our 4 key strategies and importantly support our organic growth strategies. However, how do we know if we are executing these strategies well or if they are effective? We have therefore, put in place, outside our key financial metrics of organic revenue growth, EBITDA, EPS growth etc, measures for success.

These 4 measures are:

1. Delivery of greater than 20 hours of education and professional development to each team member per year.
2. Completion of Healthia Technology Roadmap and 100% of the portfolio working from this technology platform
3. We measure cultural engagement of our teams every 18 - 24 months. This survey is conducted by an independent third party and is due to occur again in May 2023. On our last survey we scored 61%, which is classified as ‘a culture of success’. We want to improve on this and achieve a score of higher than 65%
4. Our patients provide feedback through word-of-mouth referrals or in a more structured way via our triggered net promoter scores. We want our patients to be ‘wowed’ by our products and services and for them to feel that they are getting the desired clinical outcomes to keep them healthy and happy. If we do this well, we believe an NPS score of 80+ becomes a reflection of high performance.

We are confident that the “4-3-4” strategy discussed today will deliver both acquisitive and organic growth for Healthia and its shareholders. We also believe this will engage our team members and inspire them to be great and connect our patients to the allied health products and services that will allow them to live happier and healthier lives.

Before I finish, I would like to thank my fellow board members, fellow executives, our amazing team members and shareholders for their ongoing support. I look forward to providing further updates as the year progresses.

Thank you.

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Annual General Meeting

2022

Healthia Limited
ACN 626 087 223

29 November 2022

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MEETING AGENDA

1. Opening Formalities
2. Chairperson’s address
3. Group CEO & Managing Director’s address
4. Resolutions
5. Meeting close

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HEALTHIA'S BOARD OF DIRECTORS

Glen Richards
Non-executive Chair

Paul Wilson
Non-executive Director

Lisa Dalton
Non-executive Director

Wes Coote
Managing Director & Group Chief Executive Officer

Darren Stewart
Executive Director

Colin Kangisser
CEO – Eyes & Ears Division & Executive Director

Lisa Roach
Chief Operating and People Officer – Bodies & Minds, Feet & Ankle Divisions & Executive Director

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Chairperson's address

Glen Richards

NATIONWIDE PRESENCE

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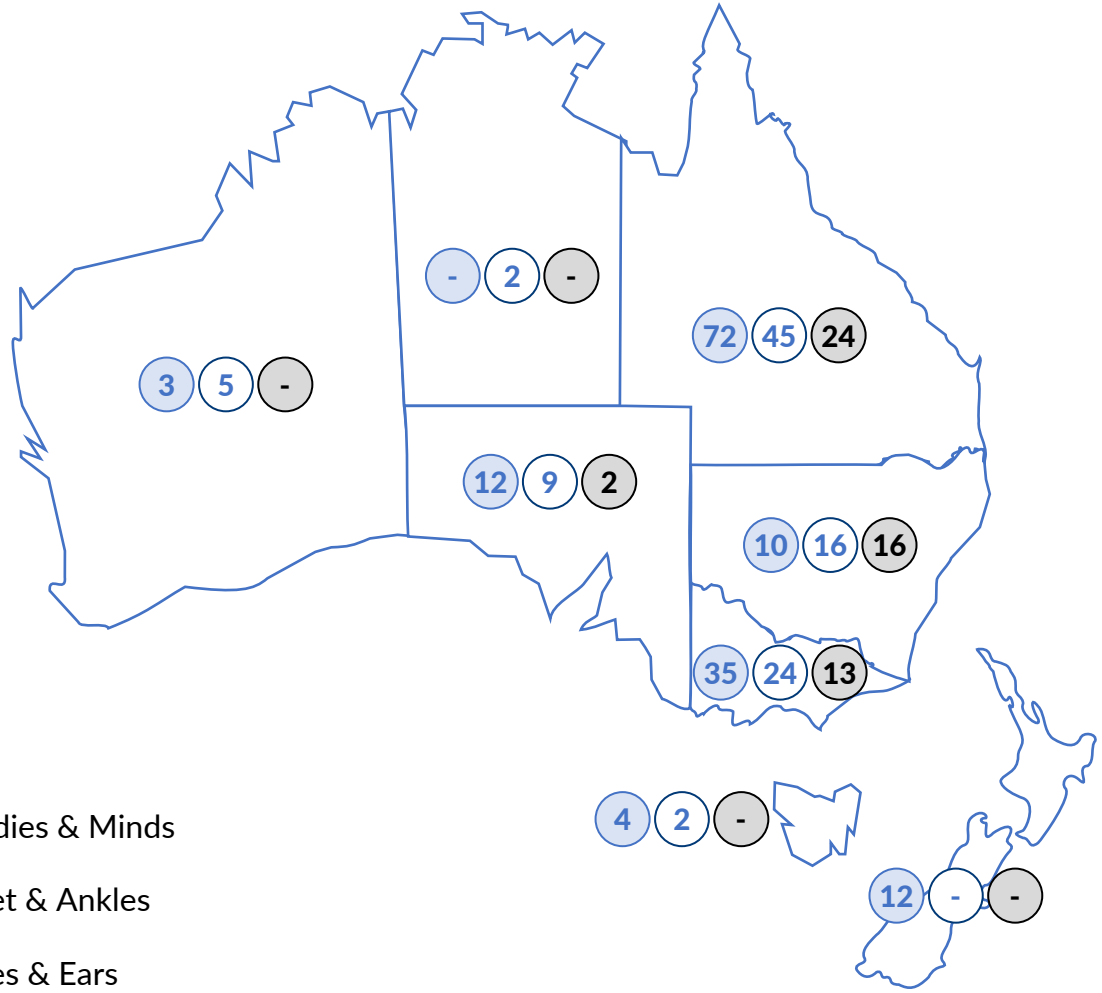
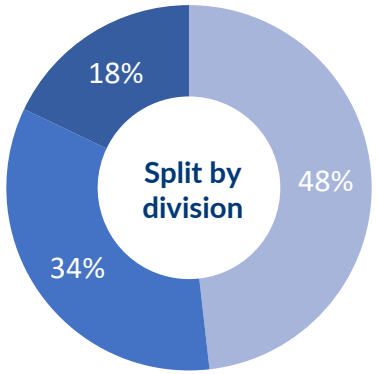
Businesses Owned as at 30 June 2022

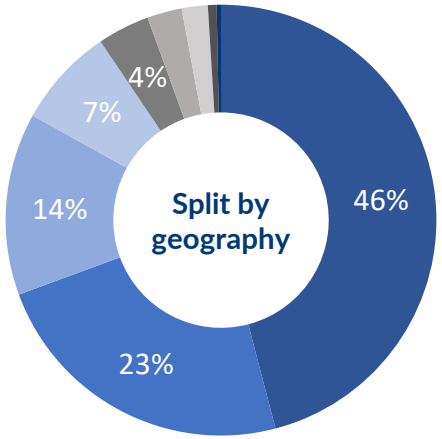


Bodies & Minds
Feet & Ankles
Eyes & Ears

Business Splits



- Bodies & Minds
- Feet & Ankles
- Eyes & Ears



- Queensland
- Victoria
- New South Wales/ACT
- South Australia
- New Zealand
- Western Australia
- Tasmania
- Northern Territory
- United States of America

FY22 HIGHLIGHTS

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Revenue(u)

$202.8m

Increased by 44.4%

Number of Clinics

307

Increased by 195% since listing on the ASX in September 2018

EBITDA(u)

$24.5m

Increased by 14.3%

Grad Clinicians

154

Up from 64 in FY21

Capital Deployed

$111.3m

Increased by 78.5%
Yearly Target >$20m

NPATA(u)

$9.2m

Increased by 3.8%

Clinician Retention Rates

83.8%

No. of Appointments

Over 1.6m

Patients seen in FY22

RECONFIRM GUIDANCE

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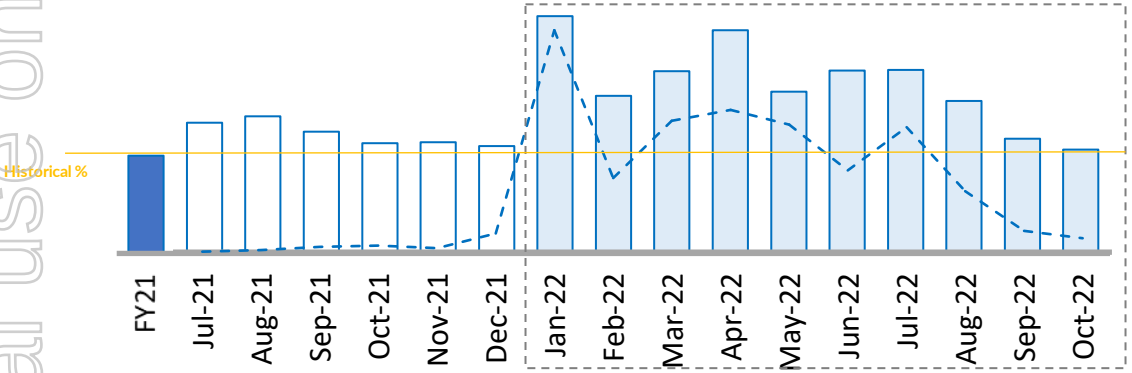
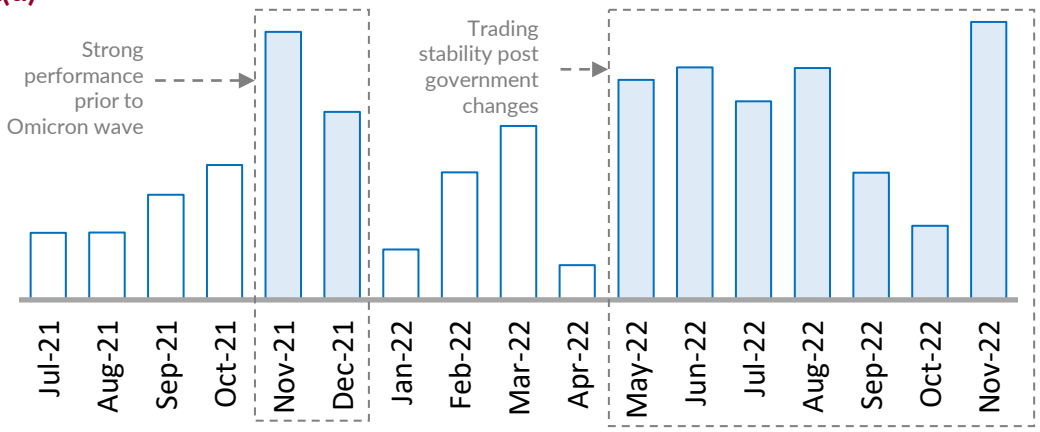
Sick leave as % of total wages[1] (bar chart) vs. reported COVID cases[2] (line chart)



EBITDA(u)



- Sick leave continue to return closer to historical levels each time government mandates are eased.
- September in line with expectations except for unforeseen impacts from the Queens Memorial Day public holiday.
- October performance down on prior months but per expectation. Reduction in EBITDA(u) for the month due to:
  - 5 weekends in the month (i.e., reduced trading days)
  - One missed trading day due to staff attending the Healthia Inspired Conference on Friday 14 October 2022
  - Circa $650k of net costs incurred in the month of October for the biennial Healthia Inspired Conference

(1) Sick leave as a % of total wages is calculated as total sick leave paid for the month divided by total gross wages paid for the month. Note sick leave % for the period 1 January 2022 to 31 October 2022 was equal to 3.4% (FY21: 1.7%)
(2) COVID case numbers. Source: Australian Government Department of Health & Aged Care: https://www.health.gov.au/health-alerts/covid-19/case-numbers-and-statistics#new-and-cumulative-cases

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Group CEO & Managing Director's address

Wes Coote

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Maintaining our core values: Excellence, Everyone, Empathy & Education

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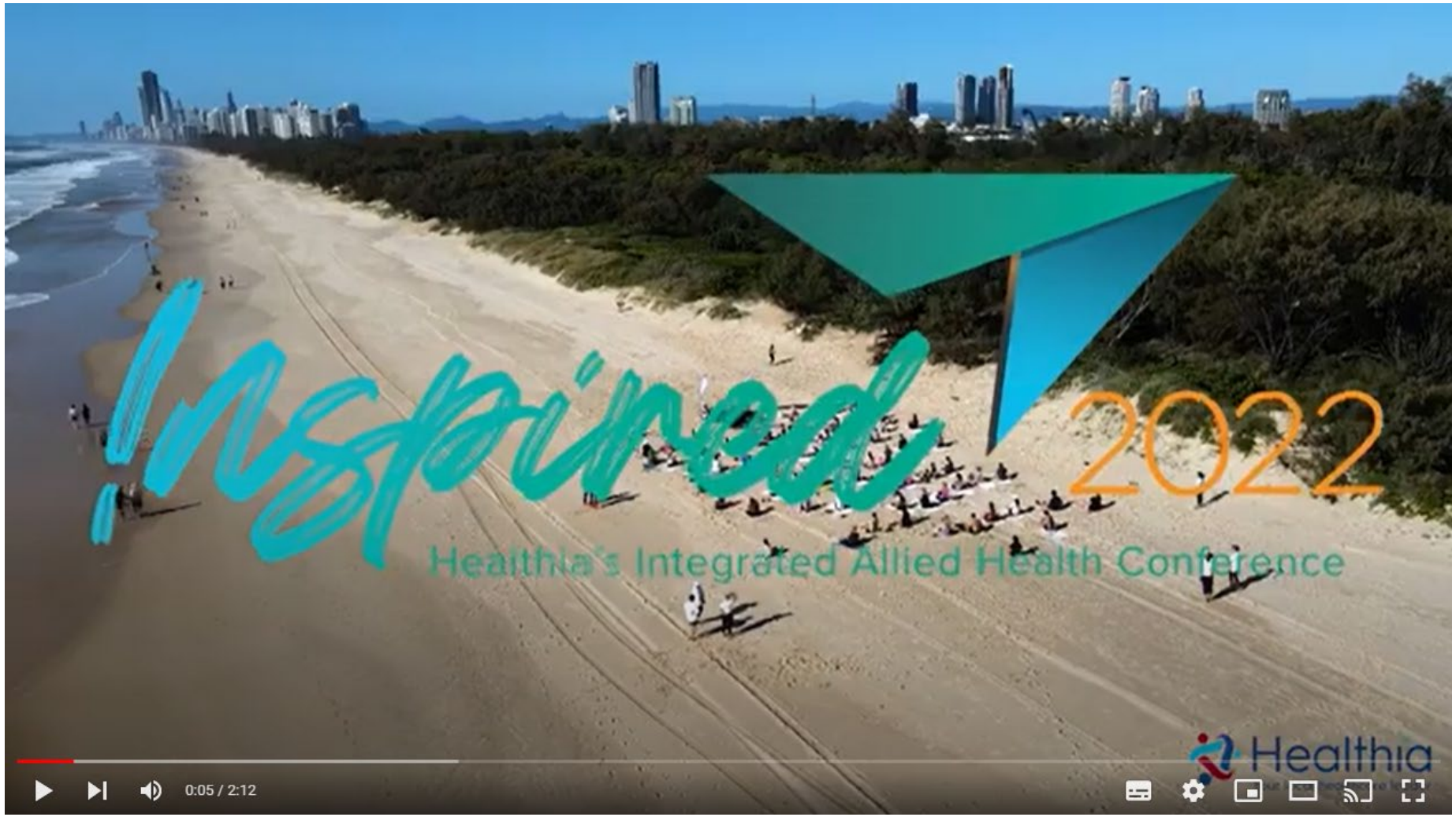

External link found at: https://www.youtube.com/watch?v=2VHyMwyHdYg

4 – 3 – 4 Strategy

Driving Sustainable Growth for Healthia

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4 - Key Growth Strategies

Extensive Coverage
Ongoing sustainable expansion to deliver a product & services network accessible to 50% of AU & NZ

Growth
Drive **organic growth** & provide opportunities for staff, patients, customer & shareholders

Innovation
Innovation used to keep us abreast of change, an industry leader and to ensure the highest standards

Quality
Deliver excellence in products & services to ALL our patients & customers above all else

3 - Unique Healthia Selling Points

Clinician Led

Technology Enabled

Education & Development

4 - Ambitious Measurable Outcomes

Education & Professional Development for each employee annually
>20 hours

All clinics operating from the one world-class technology platform
100%

Strong Healthia team member engagement
Culture of Success
>65%

All Healthia brands to deliver quality healthcare as determined by our patients
+80NPS

Healthia's key imperatives are on continued recovery from COVID & ensuring strong organic growth from its existing portfolio

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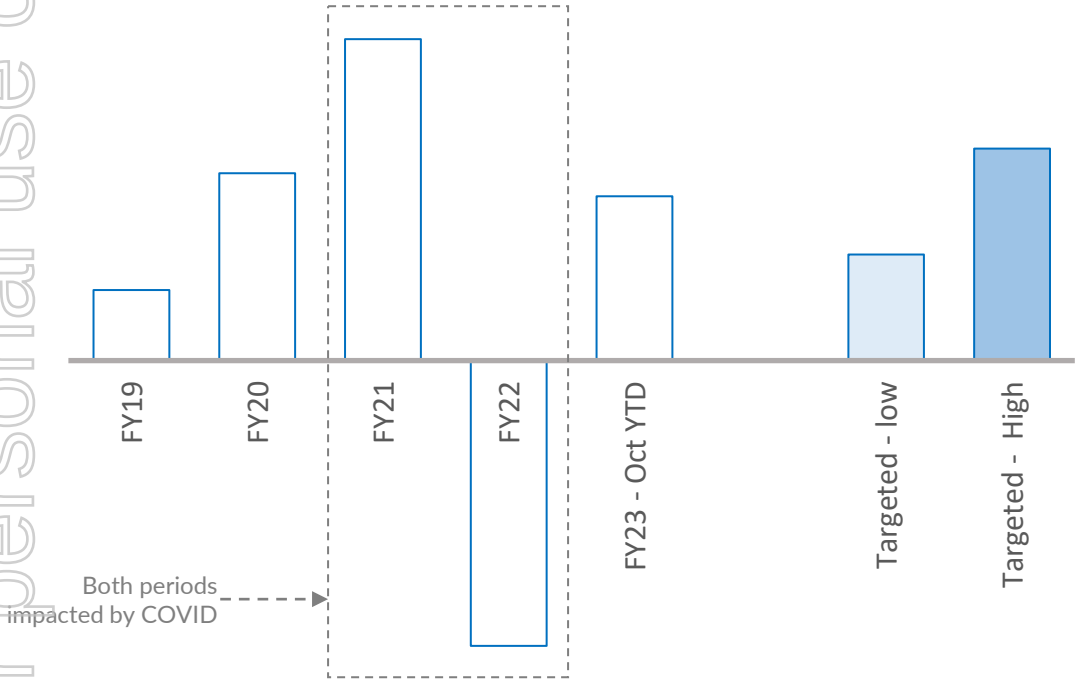
Same clinic organic revenue growth per financial year[1]



- FY23 October year to date same clinic revenue growth has been provided for the current financial year.
- Healthia's focus is on ensuring sustainable organic revenue growth, driven by the following strategies:
  - Increased clinical head count where capacity in the clinic exists, driven largely by the graduate recruitment. 150+ graduates recruited in FY22, with 80+ graduates already signed for FY23
  - Co-location of complementary allied health services (examples include podiatry services into a physiotherapy clinic or audiology services into an optometry store)
  - Introduction of new services into existing clinics (examples include introducing laser therapy or shockwave therapy)
  - Upskilling of existing workforce through education and professional development activities
  - Driving strong cultural engagement and productivity
  - Overlaying buying power including utilising vertically integrated businesses to control costs and drive margin improvement
  - Utilising technology to create workflow efficiencies and to communicate with our patients in a more timely and effective way
  - Improve marketing activities
- Targeted same clinic revenue growth of between 3% and 6% year on year

(1) Organic revenue growth has been calculated by excluding any closed businesses and businesses not held during the prior corresponding period. Some periods have been adjusted for the impacts of Covid-19

Healthia's key imperatives are on continued recovery from COVID & ensuring strong organic growth from its existing portfolio

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Through our 3 Unique Healthia Selling Points

Clinician Led
Our point of difference and success as a business is that we are led and managed by practitioners.

Technology Forward
At Healthia we are committed to innovation and clinical excellence which is enhanced through our forward technology.

Education & Development
Education is at the core of our business to ensure that we continue to provide diverse, relevant and accessible professional development opportunities.

Maintaining our core values: Excellence, Everyone, Empathy & Education

Healthia's key imperatives are on continued recovery from COVID & ensuring strong organic growth from its existing portfolio

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Measured via the following 4 ambitious outcomes

Education & Professional Development for each employee annually
>20 hours

All clinics operating from the one world-class technology platform
100%

Strong Healthia team member engagement

Culture of Success
>65%

All Healthia brands to deliver to their clients quality healthcare

+80NPS

Maintaining our core values: Excellence, Everyone, Empathy & Education

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RESOLUTIONS

CONSIDERATION OF FINANCIAL REPORT

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Under the Corporations Act, the Company is obliged to lay before the meeting for consideration the last audited financial statements and reports, which were lodged with the ASX, and which were dated 30 June 2022.

RESOLUTION 1 – RE-ELECTION OF DIRECTOR – PAUL WILSON

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

"That Mr Paul Wilson, who retires in accordance with the Company's Constitution and, being eligible, be re-elected as a Director of the Company."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
43,633,859	109,412	1,037,022	118,382
97.44%	0.24%	2.32%	

RESOLUTION 2 – RE-ELECTION OF DIRECTOR – DARREN STEWART

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

"That Mr Darren Stewart, who retires in accordance with the Company's Constitution and, being eligible, be re-elected as a Director of the Company."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
36,078,670	36,408	8,665,215	118,382
80.57%	0.08%	19.35%	

RESOLUTION 3 – RE-ELECTION OF DIRECTOR – COLIN KANGISSER

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

"That Mr Colin Kangisser, who retires in accordance with the Company's Constitution and, being eligible, be re-elected as a Director of the Company."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
36,005,665	109,412	8,665,216	118,382
80.41%	0.24%	19.35%	

RESOLUTION 4 – RE-ELECTION OF DIRECTOR – LISA ROACH

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

"That Mrs Lisa Roach, who retires in accordance with the Company's Constitution and, being eligible, be re-elected as a Director of the Company."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
36,058,628	36,408	8,685,256	118,382
80.52%	0.08%	19.40%	

RESOLUTION 5 – ADOPTION OF REMUNERATION REPORT

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

"That the Remuneration Report for the year ended 30 June 2022 be adopted."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
35,533,487	109,412	1,212,983	126,016
96.41%	0.30%	3.29%	

RESOLUTION 6 – APPROVAL OF PERFORMANCE RIGHTS PLAN

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

"That for the purposes of being approved as an exception from Listing Rule 7.1 pursuant to Listing Rule 7.2, Exception 13, and for all other purposes, approval is given for the issue of equity securities pursuant to the Company's Performance Rights Plan, the terms of which are summarised in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
36,330,395	109,762	4,826,811	136,242
88.04%	0.27%	11.7%	

RESOLUTION 7 – APPROVAL OF A GRANT OF 2023 PERFORMANCE RIGHTS TO MANAGING DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – WESLEY COOTE

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 667,500 2023 Performance Rights under the Performance Rights Plan to Wesley Coote, Managing Director, and the issue of Shares pursuant to those 2023 Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
38,720,580	109,762	5,932,091	136,242
86.50%	0.25%	13.25%	

RESOLUTION 8 – APPROVAL OF A GRANT OF RETENTION PERFORMANCE RIGHTS TO MANAGING DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – WESLEY COOTE

For personal use only

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 222,500 Retention Performance Rights under the Performance Rights Plan to Wesley Coote, Managing Director, and the issue of Shares pursuant to those Retention Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
43,375,744	109,762	1,276,927	136,242
96.90%	0.25%	2.85%	

RESOLUTION 9 – APPROVAL OF A GRANT OF 2023 PERFORMANCE RIGHTS TO EXECUTIVE DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – COLIN KANGISSER

For personal use only

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 245,625 2023 Performance Rights under the Performance Rights Plan to Colin Kangisser, Executive Director and Chief Executive Officer, Eyes & Ears division, and the issue of Shares pursuant to those 2023 Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
38,720,580	109,762	5,932,091	136,242
86.50%	0.25%	13.25%	

RESOLUTION 10 – APPROVAL OF A GRANT OF RETENTION PERFORMANCE RIGHTS TO EXECUTIVE DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – COLIN KANGISSER

For personal use only

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 115,643 Retention Performance Rights under the Performance Rights Plan to Colin Kangisser, Executive Director and Chief Executive Officer, Eyes & Ears division, and the issue of Shares pursuant to those Retention Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
43,375,744	109,762	1,276,927	136,242
96.90%	0.25%	2.85%	

RESOLUTION 11 – APPROVAL OF A GRANT OF 2023 PERFORMANCE RIGHTS TO EXECUTIVE DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – LISA ROACH

For personal use only

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 201,469 2023 Performance Rights under the Performance Rights Plan to Lisa Roach, Executive Director and Chief People and Operations Officer, Bodies & Minds and Feet & Ankles divisions, and the issue of Shares pursuant to those 2023 Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
38,720,580	109,762	5,932,091	136,242
86.50%	0.25%	13.25%	

RESOLUTION 12 – APPROVAL OF A GRANT OF RETENTION PERFORMANCE RIGHTS TO EXECUTIVE DIRECTOR UNDER THE PERFORMANCE RIGHTS PLAN – LISA ROACH

For personal use only

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

"That for the purpose of Listing Rule 10.14 and for all other purposes, Shareholder approval is given for the grant of 94,853 Retention Performance Rights under the Performance Rights Plan to Lisa Roach, Executive Director and Chief People and Operations Officer, Bodies & Minds and Feet & Ankles divisions, and the issue of Shares pursuant to those Retention Performance Rights, subject to Vesting and Service Conditions as set out in the Explanatory Notes to the Notice of Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
43,375,744	109,762	1,276,927	136,242
96.90%	0.25%	2.85%	

RESOLUTION 13 – RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS IN CONSTITUTION

For personal use only

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

"That the proportional takeover provisions in the form of current Articles 79 and 80 of the Constitution be re-inserted for a further period of three years, with effect from the date of approval."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
44,622,856	109,762	38,231	127,826
99.67%	0.25%	0.09%	

RESOLUTION 14 – APPROVAL OF AMENDMENTS TO CONSTITUTION

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

"That the Constitution of the Company be modified as set out in Annexure A attached to the Notice of Meeting, with effect from the end of the Meeting."

Proxies received in relation to this resolution are:

For	Open	Against	Abstain
38,404,212	109,762	6,256,875	127,826
85.78%	0.25%	13.98%	

GLOSSARY

Healthia
Your local healthcare leader

Term	Definition
EBITDA	Earnings before interest, tax, depreciation and amortisation
EBITDA(u)	Underlying earnings before interest tax and amortisation. EBITDA(u) reflects statutory profit as adjusted to reflect the Directors' assessment of the result for the ongoing business activities of the Consolidated Entity, in accordance with AICD/Finsia principles of recording underlying profit. EBITDA(u) excludes the impact from the adoption of AASB16 on lease payments. Underlying profit has not been audited
EBITDA(x)	Expectations for annualised portfolio run-rate of EBITDA at commencement of FY23 and is presented on a pre-AASB16 basis
FY19	Full year period ended 30 June 2019.
FY20	Full year period ended 30 June 2020.
FY21	Full year period ended 30 June 2021.
FY22	Full year period ended 30 June 2022.
FY23	Full year period ended 30 June 2023.
IPO	Healthia's Initial Public Offering on 11 September 2018
NPAT - attributed to shareholders	Net Profit After Tax attributable to shareholders (i.e. after non-controlling interests).
NPATA(u)	Underlying NPATA is a non-IFRS measure and equals net profit after income tax expense plus amortisation of customer list intangibles. Underlying profit reflects statutory profit as adjusted to reflect the Directors' assessment of the result for the ongoing business activities of the Consolidated Entity, in accordance with AICD/Finsia principles of recording underlying profit. Underlying NPATA has not been audited.
Revenue(u)	Underlying Revenue reflects statutory revenue as adjusted to reflect the Directors' assessment of the result for the ongoing business activities of the Consolidated Entity, in accordance with AICD/Finsia principles of recording underlying results and includes adjustments for the impacts from COVID for the Consolidated Entity. Underlying revenue has not been audited.
Sick leave %	Sick leave as a % of total wages is calculated as total sick leave paid for the month divided by total gross wages paid for the month.

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Thank you

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The Optical Company
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