

Scheme of Arrangement becomes Effective

Brisbane, Australia, 15 September 2022 – ResApp Health Limited (ASX:RAP) (**ResApp**) advises that it has today lodged with the Australian Securities and Investments Commission (**ASIC**) a copy of the orders of the Supreme Court of New South Wales (**Orders**) approving the scheme of arrangement with Pfizer Australia Holdings Pty Limited (a wholly-owned subsidiary of Pfizer Inc., a global biopharmaceutical company) (**Pfizer**) under which Pfizer will acquire 100% of the shares in ResApp (the **Scheme**). As a result, the Scheme is now legally effective.

A copy of the Orders lodged with ASIC are annexed to this announcement at Annexure A.

Suspension of Trading

It is expected that ResApp will be suspended from trading on ASX at close of trading today, 15 September 2022.

Scheme Consideration

Eligible ResApp shareholders who hold ResApp shares at the Scheme record date, being 7:00pm (AEST) Monday, 19 September 2022, (**Scheme Record Date**) will receive A\$0.208 in cash per each ResApp share held at the Scheme Record Date (**Scheme Consideration**), in accordance with the terms of the Scheme.

It is expected the Scheme will be implemented, and the Scheme Consideration will be paid to ResApp shareholders, on Monday, 26 September 2022.

Timetable

The key dates remaining for the Scheme are set out below.

Event	Expected Date
Record Date for determining entitlements to the Scheme Consideration	7:00pm (AEST) on 19 September 2022
Implementation Date for the Scheme and payment of Scheme Consideration	26 September 2022

Note: Any changes to the above timetable will be announced to ASX and will be available under ResApp's profile on ASX at www.asx.com.au.

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



###

About ResApp Health Limited

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

Contacts

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

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

This ASX announcement was approved and authorised for release by the Managing Director of ResApp Health.

Annexure A - Orders



Issued: 14 September 2022 1:59 PM

JUDGMENT/ORDER

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2022/00191161

TITLE OF PROCEEDINGS

First Plaintiff	ResApp Health Limited ACN 094468318
-----------------	--

First

DATE OF JUDGMENT/ORDER

Date made or given	14 September 2022
Date entered	14 September 2022

TERMS OF JUDGMENT/ORDER

VERDICT, ORDER OR DIRECTION:

Hearing of Originating Process filed 30 June 2022. Second Court hearing. Day 2.

- Black J grants leave to Pfizer Australia Holdings Pty Ltd to be heard under r 2.13 of the Supreme Court (Corporations) Rules.

Black J makes orders in accordance with Order as initialled by him and placed in the file.

THE COURT ORDERS THAT:

1 Pursuant to s 7(b) of the Court Suppression and Non Publication Orders Act 2010 (NSW), upon the ground that the order is necessary to prevent prejudice to the proper administration of justice for the purpose of s 8(1)(a) of the Act, pages 39 to 83 in tab 5 of Exhibit MNW-27 to the sixth affidavit of Matthew Nowotny-Walsh affirmed 8 September 2022, pages 832, 838, 866, 880, 881, 888, 896, 907, 918, 940, 945, 952 and 953 in tab 1 and pages 955 to 1052 in tab 2 of Exhibit NF-3 to the second affidavit of Nicola Farley affirmed on 9 September 2022, pages 30 to 110 in tab 3, pages 190 to 261 in tab 8 and pages 344 to 426 in tab 14 of Exhibit KS-1 to the first affidavit of Kesone Sunphantry affirmed on 12 September 2022, page 209 in tab 6 of Exhibit BL-2 to the affidavit of Brian Leedman affirmed on 9 September 2022, and pages 8 to 65 in tab 1 and page 68 in tab 3 of Exhibit NF-4 to the third affidavit of Nicola Farley affirmed on 11 September 2022 are not to be published, disclosed to or accessed by any person other than a judicial officer of the court or the plaintiffs, Pfizer Australia Holdings Pty Limited (and their advisers) and are to be kept confidential and stored in the court records in a sealed and appropriately marked envelope. This order is to apply until 11 November 2022. This order applies throughout the Commonwealth of Australia.

2 These orders be entered forthwith.

Black J makes orders in accordance with the Order initialled by him and placed in the file.

THE COURT ORDERS THAT:

1 Pursuant to paragraph 411(4)(b) of the Corporations Act 2001 (Cth) (Corporations Act), the scheme of arrangement between the Plaintiff and its holders of fully paid ordinary shares, in the form set out in the document titled 'Supplementary Scheme Booklet' appearing as Tab 3 to Exhibit AK-2 to the affidavit of Anthony James Keating affirmed on 4 August 2022 (the Scheme), be approved, subject to an alteration pursuant to subsection 411(6) to Recital C of the Scheme to replace the words "[insert date of Second Amendment Deed]" with "3 August 2022".

2 Pursuant to subsection 411(12) of the Corporations Act, the Plaintiff be exempt from compliance with subsection 411(11) of the Corporations Act in relation to the Scheme.

3 These orders be entered forthwith.

SEAL AND SIGNATURE



Signature Chris D'Aeth
Capacity Principal Registrar
Date 14 September 2022

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff

Name ResApp Health Limited
ACN 094468318
Address Level 12
100 Creek Street
BRISBANE CITY QLD 4000

Telephone
Fax
E-mail
Client reference

Legal representative

Name Matthew Spain
Practicing certificate number P0024502
Address 80 Collins Street
MELBOURNE VIC 3000
DX address
Telephone 0396434199
Fax
Email matthew.spain@dlapiper.com
Electronic service address matthew.spain@dlapiper.com

FURTHER DETAILS ABOUT (s)

