

4 May 2016

ASX Market Announcements
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

1ST ANNOUNCES PLACEMENT AND PARTIALLY UNDERWRITTEN RIGHTS ISSUE TO RAISE A TOTAL OF \$5.69 MILLION

Key points:

- Announcement of a one-for-one non-renounceable entitlement offer to raise up to A\$4.94 million (before costs) at an issue price of \$0.055 per fully paid ordinary share in the capital of 1ST (**Share**).
- Successful completion of a placement to institutional, professional or sophisticated investors to raise \$750,000 (before costs) at an issue price of \$0.055 per Share.
- Proceeds will be used to pursue current growth opportunities across 1ST's business divisions and accelerate growth in sales and marketing as well as strengthen the Company's balance sheet.
- Strong support from existing strategic investor with commitment of \$3m including underwriting.

Placement and Entitlement Offer

1st Available Ltd (**1ST** or the **Company**) Australia's premier healthcare and corporate online search and appointment booking service is pleased to announce the successful completion of a placement for \$750,000 and the undertaking of a A\$4.94 million capital raising (**Equity Raising**).

"1stAvailable is an innovative company leading the digital change occurring in our industry, simplifying the way healthcare professionals interact with their patients by providing easier access and introducing digital applications that transform the experience for the patient while delivering improved healthcare outcomes through early intervention and improving practice and doctor productivity," said Dr Ross Walker 1stAvailable customer, shareholder and eminent Australian practising cardiologist. Dr Walker is considered one of the world's best keynote speakers and is a health presenter in Australian media, including regular appearances on the Nine Network's 'Today Show' and 'A Current Affair' as well as radio stations 2UE, 4BC and 2CC.

"This raising is an important event for the Company and it follows a successful start to 2016 including good operating growth and a number of distribution agreements with blue chip corporates, including Primary Health Care and the Australian Traditional Medicine Society," said 1stAvailable Chief Executive Officer, Klaus Bartosch.

The Company's solid growth means that group Monthly Recurring Revenue (**MRR**) now exceeds \$170,000, a 49% increase from 30 June 2015, representing \$2.0 million of recurring revenue on an annualised basis, excluding variable revenues such as transaction, setup, connection and development fees. Historically, these variable fees have been around an extra \$500,000-700,000 per annum and growing.

The Equity Raising comprises:

- a one-for-one non-renounceable entitlement offer to raise up to A\$4.94 million (before costs) pursuant to which up to 89,858,029 new Shares in the Company at an issue price of \$0.055 (**Issue Price**) will be offered to the eligible registered holders of Shares in the Company (**Shareholders**) on the Record Date, being 9 May 2016 (**Entitlement Offer**); and
- a placement of 13,636,363 Shares at the Issue Price to institutional, professional or sophisticated investors to raise \$750,000 (**Placement**).

The Placement and the Entitlement Offer will be managed by Foster Stockbroking and is partially underwritten by 1st's largest shareholder, Mr John Charles Plummer.

The Placement has been successfully completed with commitments received by Fosters to raise the full amount of \$750,000. Participants in the Placement will not be eligible to participate in the Entitlement Offer.

The Placement and Entitlement Issue price of \$0.055 per Share represents a 20% discount to 1ST's closing share price of \$0.069 per Share on 29 April 2016, the last trading day prior to 1ST entering into a trading halt in connection with the Equity Raising.

The purpose of the Equity Raising is to:

- fund working capital expenditure, predominately associated with sales and marketing; and
- strengthen 1ST's balance sheet by increasing the cash balance to \$6.7 million on a pro forma 31 March 2016 basis net of costs.

Mr Plummer, 1ST's largest shareholder, has confirmed his intention to subscribe for 100% of his entitlement under the Entitlement Offer (**Entitlement Amount**). In addition, Mr Plummer has confirmed his intention to underwrite up to \$2,268,500 of the Entitlement Offer (**Underwritten Amount**). For the avoidance of doubt, the Underwritten Amount excludes Mr Plummer's Entitlement Amount.

The Directors of 1ST have confirmed that their controlled entities will subscribe for the entitlements under the Entitlement Offer set out in the table below:

1ST Director	Current Shares	Share subscription under the Entitlement Offer	% of Entitlement Offer
Mr Trevor Matthews	2,000,000	2,000,000	100%
Mr Klaus Bartosch	2,039,085	454,545	22%
Mr Richard Arnold	438,958	438,958	100%
Mr Garry Charny	446,430	446,430	100%

Details of the Entitlement Offer

The Entitlement Offer is being extended to eligible 1ST shareholders who meet all of the following criteria:

- they are registered as a holder of shares at 7pm AEST on 9 May 2016 (**Record Date**);
- they have a registered address in Australia or New Zealand;
- they are not in the United States or a US Person or acting for the account or benefit of such persons; and
- they are eligible under all applicable securities laws to receive an offer under the Entitlement Offer.

The Entitlement Offer is expected to open on 12 May 2016 and to close at 5:00pm AEST on 16 June 2016. Shares issued pursuant to the Entitlement Offer are expected to commence trading on a deferred settlement basis on 21 June 2016 and will rank equally with existing Shares on issue. Eligible shareholders will receive an offer booklet setting out instructions on how to participate in the Entitlement Offer and will include a personalised entitlement and acceptable form (**Offer Booklet**).

The Entitlement Offer will include a top-up facility under which eligible shareholders who take up their full entitlements will be invited to apply for additional shares in the Entitlement Offer from a pool of those entitlements not taken up by other eligible shareholders (**Top-Up Facility**). There is no guarantee that applicants under this Top-Up Facility will receive all or any of the Shares they apply for under the Top-Up Facility. If eligible shareholders do not take up their pro-rata entitlements under the Entitlement Offer, it is anticipated that the shortfall will be allocated:

- first, to eligible shareholders who apply to take up additional new Shares in accordance with the terms of the Top-Up Facility; and
- second, to the Underwriter.

The Entitlement Offer is non-renounceable. This means that 1ST shareholders who do not take up their entitlement to participate in the Entitlement Offer will not be able to transfer or receive any value for those entitlements, and their percentage shareholding in 1ST will be diluted.

Underwriting arrangements

As indicated above, the Entitlement Offer is partially underwritten by Mr Plummer pursuant to the terms of an underwriting agreement. Further details regarding the underwriting arrangement will be set out in an offer booklet to be issued in connection with the Entitlement Offer (**Offer Booklet**).

Below is the proposed timetable of the Offer.

Event	Date
Trading halt	2 May 2016
Announcement of the Equity Raising-Rights Issue, Placement and Appendix 3B with ASX (Announcement Date)	4 May 2016
Company is released from trading halt	4 May 2016
Ex-date for Entitlement Offer	6 May 2016
Record date to determine entitlements	9 May 2016
Placement Settles	10 May 2016
Entitlement Offer opens (Opening Date)	12 May 2016
Dispatch of Offer Booklet and Entitlement and Acceptance Form	
Entitlement Offer closes (Closing Date)	16 June 2016
Announcement of shortfall (if any) under the Entitlement Offer (Shortfall Notification Date)	17 June 2016
Issue of Shares under the Entitlement Offer, excluding Underwritten Shares (Allotment Date)	20 June 2016
Commencement of normal trading for Shares issued under the Entitlement Offer, excluding Underwritten Shares (Quotation Date)	21 June 2016
Issue of Shares to Underwriter pursuant to Underwriting and payment of funds from the Underwriter to the Company (Underwriter Settlement Date)	8 July 2016

The Entitlement Offer will be conducted in accordance with s 708AA of the Corporations Act 2001 (Cth) (**Corporations Act**). The Company will dispatch to eligible Shareholders an Offer Booklet for the Entitlement Offer which will provide further details of how to participate in the Entitlement Offer including a personalized entitlement and acceptable form. Eligible shareholders wishing to participate in the Entitlement Offer should carefully review the Entitlement Offer booklet. Those shareholders who the Company determines to be ineligible shareholders will be notified of that fact.

The Placement will be undertaken pursuant to 1ST's ASX Listing Rule 7.1 or 7.1A capacity and, accordingly Shareholder approval for the Placement will not be sought. 1ST may seek to ratify the Placement so as to restore its ASX Listing Rule 7.1/7.1A capacity at some point in the future. The Entitlement Offer falls within an exception to ASX Listing Rule 7.1 and 7.1A and does not require shareholder approval.

Shareholder enquiries

Shareholders who have questions relating to the Entitlement Offer should contact the Company Secretary of the Company, Mr Andrew Whitten on (+ 61 2) 8072 1400.

For further details contact

Mr Trevor Matthews
Chairman
1st Available Ltd
T: 1300 266 517

Mr Klaus Bartosch
Managing Director
1st Available Ltd
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Important notice

This announcement is not an offer or an invitation to acquire securities. In particular, this release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, any 'US Person' as defined in Regulation S under the US Securities Act of 1933 (**Securities Act**) (**US Person**) or in any other jurisdiction. This announcement may not be released or distributed in the United States or to any US Person. Any securities described in this announcement have not been, and will not be registered under the Securities Act or the securities law of any state or other jurisdiction of the United States, and may not be offered or sold in the United States, or to, or for the account or benefit of, any US Person, except in a transaction exempt from, or not subject to, the registration requirements under the Securities Act.

Forward looking statements

This release contains forward-looking statements. The words 'forecast', 'estimate', 'anticipate', 'believe', 'project', 'outlook', 'guidance', 'intend', 'should', 'could', 'may', 'target', 'plan' and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements in this release include statements regarding our strategy, future operational results, acquisitions, future projects, the results of the capital raising and the use of proceeds therefrom. You are cautioned not to place undue reliance on forward-looking statements. The forward-looking statements, opinion and estimates provided in this release are based on assumptions and contingencies that are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Forward looking statements include projections, guidance on future earnings and estimates are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Forward-looking statements are subject to known and unknown risks and uncertainties, there can be no assurance that actual outcomes will not differ materially from forward-looking statements and readers are cautioned not to place undue reliance on these forward-looking statements. The Company assumes no obligation to update or revise these forward-looking statements to reflect any change in expectations or assumptions.

Background on 1st Available Ltd

1stAvailable's vision is to build Australia's leading online health services community through a platform that simplifies and facilitates interaction between all health services stakeholders, enhancing consumer choice, access and outcomes. 1stAvailable's solutions deliver a convenient, easy to use, online search and appointment booking service, for the healthcare, corporate and government markets. 1stAvailable.com.au is a community website portal and suite of mobile apps that enables patients to book their appointments with their preferred healthcare provider online, 24 hours a day, 7 days a week from any internet-connected device such as a smartphone, tablet or personal computer. Through our healthcare solutions, we enable early intervention, support continuity of care and encourage good patient choices. We are passionate about improving patient care and healthcare practice and doctor productivity.