



3 July 2023

UPDATE - RESPIRI ACQUISITION INTEGRATION AND BUSINESS DEVELOPMENT PLANS WITH ACCESS MANAGED SERVICES LLC (ACCESS) REMAIN ON TRACK.

Respiri Limited (ASX:RSH; OTCQB:RSHUF) ("Respiri" or the "Company"), an eHealth SaaS Company supporting respiratory health management advises that, following its announcement on 23 May 2023, the Company has entered into a side agreement to the Member Interest Purchase Agreement (Side Agreement) with the members of Access Managed Services LLC (Access). The Side Agreement extends the closing date for completing the acquisition of Access to 10 August 2023 and injects working capital ensuring a number of significant private payer business development opportunities pursued by Access continues to progress, and that operational plans around accelerating patient onboarding with existing clients remain on track.

The amended timeline was agreed by all parties to align with Respiri completing its capital raise activities by way of a share purchase plan Prospectus offer and convertible note (announced on 30 June 2023) to ensure that the originally identified strategic synergies from the merger continue to be executed as planned.

Respiri entered into a binding Member Interest Purchase Agreement to acquire Access for up to US\$3.0 Million (~A\$4.5 million). The purchase agreement provides for:

- Upfront payment (first tranche) of US\$1.25 Million to be paid by Respiri at completion of the proposed transaction.
- A second tranche of US\$0.25 Million is payable in three months post-close and once handover is completed.
- A third tranche payable twelve months post close of up to US\$1.5 Million should RPM patient enrolment exceed 6,000 per month.

Under the Side Agreement:

- Respiri has injected working capital into Access to ensure the execution of the agreed strategy continues as planned with Respiri now taking the lead and continue collaboration with Access on advancing significant business opportunities;
- All integration plans continue to progress to ensure business synergies originally identified are realised.
- All parties agree to complete the Sale and Purchase Agreement on or before 10 August 2023;

The acquisition of Access increases:

- Respiri Remote Patient Monitoring (RPM) per patient monthly recurring revenues from US\$10-\$20 to US\$70-\$100 per user.
- The total addressable US market for Respiri from 50 Million respiratory patients to approximately 150 Million respiratory, cardiovascular, diabetes and obesity patients and introduces significant customer synergies and increased customer revenue opportunities.
- RPM monthly revenues resulting in patient numbers required to achieve breakeven going from 30K to 9K,

which the company forecasts to achieve in late CY2024.

This added scale broadens immediate growth opportunities for Respiro working closely with the Access team since Respiro announced its partnership on the 7 February 2022. The Respiro/Access collaboration has secured numerous RPM clients and also identified and progressed a number of immediate term significant potential payer contracts where Access have used wheezo® as a differentiated respiratory RPM device, expanded their offering to provide a full RPM service across all major disease states including cardiovascular, diabetes and obesity using other freely available medical devices.

Respiro also continue to develop wheezo® marketing/sales agreements with other US medical services companies with established patient services provided to healthcare organisation customers, to continue to expand the Company's wheezo® RPM commercial footprint across the USA.

-ENDS-

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This ASX announcement has been authorised for release by the Board of Directors of Respiro Limited.

About Respiro Limited

Respiro is an e-Health SaaS company supporting respiratory health management. Its world-first technology detects wheeze, a typical symptom of asthma, COPD and respiratory disease to provide an objective measure of airway limitation. wheezo®, Respiro's innovative technology, comprises an eHealth app combined with a simple, easy to use, handheld device. wheezo® is the first smart device to help improve asthma management by monitoring wheeze and documenting symptoms, signs, triggers, weather conditions and medication use. The asthma management platform also facilitates the sharing of data with caregivers, physicians and other health care professionals.

Respiro's mission is to help improve quality of life for hundreds of millions of children and adults around the world and dramatically reduce hospital admissions and the economic burden of asthma. Respiro Limited's operations are based in Melbourne, Australia.

For additional information about Respiro and its products, please visit www.respiro.co

About wheezo®

Developed in Australia, with the support of respiratory specialists and other healthcare professionals, the innovative wheezo® device analyses breath sounds for wheeze, and the eHealth App assists patients with managing their asthma by tracking symptoms, triggers, medication use and geo-specific weather conditions. The platform has been designed to extend asthma management beyond the clinic and make it easy to share information with doctors and make appropriate adjustments to asthma action plans. Better active management may lead to better outcomes and improved quality of life for the asthma patient.

For further information about wheezo®, follow the online link <https://wheezo.com>

wheezo® is a registered trademark of Respiro Limited.

Forward Looking Statements

Certain statements made in this announcement are forward-looking statements. These forward-looking statements are not historical facts but rather are based on Respiro current expectations, estimates and projections about the industry in which Respiro operates, and its beliefs and assumptions. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," "guidance" and similar expressions are intended to identify forward looking statements and should be considered an at-risk statement. Such statements are subject to certain risks and uncertainties, particularly those risks or uncertainties inherent in the process of developing technology and in the endeavour of building a business around such products and services. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties, and other factors, some of which are beyond the control of Respiro, are difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. Respiro cautions shareholders and prospective shareholders not to place undue reliance on these forward-looking statements, which reflect the view of Respiro only as of the date of this release. The forward-looking statements made in this announcement relate only to events as of the

date on which the statements are made. Respiro will not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances or unanticipated events occurring after the date of this announcement except as required by law or by any appropriate regulatory authority.