



PACIFIC EQUITY PARTNERS TO ACQUIRE LIFEHEALTHCARE GROUP LIMITED (ASX: LHC)

- *Compelling value for shareholders with all-cash consideration of \$3.75 per share¹ plus expected franking credits of 8c per share*
- *Values company at an enterprise value of \$211 million*
- *Proposal has unanimous support of the LHC Board*
- *PEP supports management on growth plans*

SYDNEY 6 February 2018: An entity established by funds advised by Pacific Equity Partners (PEP) has today entered a Scheme Implementation Deed with LifeHealthcare Group Ltd (ASX: LHC) under which it is proposed that PEP will acquire 100% of the shares in LifeHealthcare via a Scheme of Arrangement. The proposal has the unanimous recommendation of the LifeHealthcare Board. LifeHealthcare is a leading independent medical device distributor in Australia and New Zealand.

The proposal offers compelling value for shareholders:

Cash consideration of \$3.75 per share¹ delivering to shareholders:

- 46 % premium to pre-announcement share price²
- 44 % to LHC's 1-month VWAP of \$2.61
- 42 % to LHC's 3-month VWAP of \$2.63
- 51 % to LHC's 6-month VWAP of \$2.49

As part of the Scheme, LifeHealthcare is expected to pay a Special Dividend with franking credits of approximately 8c per share attached.

Geoff Hutchinson, Managing Director at PEP said: "We are pleased our proposal has the unanimous support of the LifeHealthcare Board and we believe that the significant premium being offered represents compelling value for LifeHealthcare's shareholders."

"LifeHealthcare is led by an outstanding management team and has a track record for bringing innovative medical technologies to the Australian market.

"We are excited by the opportunity to work with the management team and plan to invest further behind the business to support the growth of existing suppliers, bring new technologies to market and ensure the business continues to provide high levels of service for doctors and hospitals."

Shareholders will be given an opportunity to vote on the Scheme in May 2018. Further information can also be found via LifeHealthcare's announcement to the Australian Securities Exchange today.

Investec and Citi are acting as financial advisers, Allens is acting as legal adviser and EY are acting as accounting and tax advisers to PEP.

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¹ The cash component of any dividends paid will reduce the scheme consideration

² As at 2 February 2018