



## Significant shareholder disclosure

For Immediate Release:

August 7, 2014

**Sydney, Australia** – Pursuant to ASX Listing Rule 3.17.3, and following the recent placement of shares in the Company, Simavita Limited (“**Simavita**” or the “**Company**”) (TSXV: SV; ASX: SVA) provides the attached significant shareholder disclosure that was lodged in Canada in accordance with the *Securities Act* (British Columbia) and applicable national instruments and policies.

For further information, please check our website ([www.simavita.com](http://www.simavita.com)) or contact the persons outlined below.

Company	Media and Investor Relations
Philippa Lewis, Chief Executive Officer T: +61 2 8405 6381	Buchan Consulting  Jane Lowe E: <a href="mailto:jlowe@buchanwe.com.au">jlowe@buchanwe.com.au</a> T: +61 2 9237 2800
Tom Howitt, Company Secretary T: +61 2 8405 6391	

### About Simavita

Simavita is a medical device company that has developed an innovative, world first solution for the management of urinary incontinence, with a focus on the elderly. The first product is the SIM™ platform technology which is an instrumented incontinence assessment application that provides evidence-based incontinence management care plans to the residential aged care market.

### About SIM™

SIM™ is a wireless sensor technology that delivers evidence-based instrument incontinence data on individuals. SIM™ provides user friendly tools and software to assess the incontinence condition and to help plan better outcomes. SIM™ is used to detect, record and report incontinence events during a compulsory or recommended assessment period in residential aged care facilities to develop an evidence-based incontinence care plan.

Conducting assessments is mandatory in many countries and the incontinence assessment creates an influential element of care of each individual. For more information on Simavita or SIM™, please visit [www.simavita.com](http://www.simavita.com).

*The TSX Venture Exchange has in no way passed upon the merits of the transactions set out herein and has neither approved nor disapproved the contents of this press release. Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this Release.*

### *Forward-Looking Information*

This document may contain “forward-looking information” within the meaning of Canadian securities laws (“**forward-looking information**”). This forward-looking information is given as of the date of this document.

Forward-looking information relates to future events or future performance and reflects Simavita management’s expectations or beliefs regarding future events and includes, but is not limited to, information with respect to the successful completion of the Private Placement and SPP. Assumptions upon which such forward-looking information is based include that Simavita will be able to successfully execute on its business plans. Many of these assumptions are based on factors and events that are not within the control of Simavita and there is no assurance they will prove to be correct.

In certain cases, forward-looking information can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “potential”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or information that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved” or the negative of these terms or comparable terminology. By its very nature forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Simavita to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Such factors include, among others, risks related to actual results of current business activities; changes in business plans and strategy as plans continue to be refined; other risks of the medical devices and technology industry; delays in obtaining governmental approvals or financing or in the completion of development activities; as well as those factors detailed from time to time in Simavita’s interim and annual financial statements and management’s discussion and analysis of those statements. Although Simavita has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. Simavita provides no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information.

## **DUSSMAN PTY LTD. ACQUIRES CHESS DEPOSITARY INTERESTS OF SIMAVITA LIMITED**

Melbourne, Australia, July 31, 2014 – On July 30, 2014, Dussman Pty Ltd. (“Dussman”), as trustee for Devonia Investment Trust, the Charolais Super Fund No. 2, and the Charolais Super Fund No. 3, acquired 6,168,880 Chess Depositary Interests (“CDIs”) to be issued by CHESS Depositary Nominees Pty Limited, each CDI representing an interest in a corresponding common share (the “Shares”) in the capital of Simavita Limited (“Simavita”) at an issue price of \$0.45 Australian Dollars per CDI.

The CDIs were acquired by way of a private placement offering. Dussman acquired the CDIs for investment purposes only.

Dussman now controls Shares and CDIs in the capital of Simavita representing approximately 41.67% of the outstanding Shares and CDIs of Simavita. Dussman owns and controls 1,256,145 Shares on its own behalf. The remaining Shares and CDIs are held by Dussman as trustee as follows: 20,103,842 Shares and CDIs as trustee for Devonia Investment Trust (14,024,295 Shares and 6,079,547 CDIs); 1,799,049 Shares as trustee for Devonia Trust No. 2; 887,010 Shares and CDIs as trustee for the Charolais Super Fund No. 2 (687,010 Shares and 200,000 CDIs); 230,894 Shares and CDIs as trustee for the Charolais Super Fund No. 3 (97,561 Shares and 133,333 CDIs); and 6,445,010 Shares as trustee for The Charolais Superannuation Fund.

Dussman may be considered a joint actor with Damien Haakman and Justin Haakman, both of whom are directors and shareholders of Dussman. Damien Haakman owns and controls 5,000 Shares on his own behalf and holds 380,757 Shares as trustee for The DMH Trust. Justin Haakman owns and controls 5,000 CDIs on his own behalf and holds 380,757 CDIs as trustee for The JAH Trust. Damien Haakman and Justin Haakman acquired the beforementioned Shares at a deemed price of \$0.41 per Share pursuant to the acquisition by Simavita (formerly named Gtech International Resources Limited) of all of the issued and outstanding shares of Simavita Holdings Limited pursuant to a scheme of arrangement under Australian law involving the shareholders of Simavita Holdings Limited that occurred in December 2013. In aggregate, Dussman, Damien Haakman and Justin Haakman hold 31,493,464 Shares and CDIs representing 42.72% of the outstanding Shares and CDIs of Simavita.

The acquisition of Shares was effected pursuant to a private placement and Dussman entered into a subscription agreement with Simavita in connection with the acquisition of the CDIs and such subscription agreement contained representations, warranties and covenants of the respective parties that are standard and customary in agreements of this nature, including representations that allow reliance of applicable Canadian private placement exemptions.

For further information, or a copy of the early warning report filed in respect of the above, please see the contact information below.

### **Dussman Pty Ltd.**

Damien Haakman, Director  
42 Halcyon Way  
Narre Warren South  
Melbourne, Victoria 3805  
Australia  
Tel: +613 9555 3077

**EARLY WARNING REPORT PURSUANT TO  
NATIONAL INSTRUMENT 62-103**

**1. Name and Address of Offeror:**

Dussman Pty Ltd. (the "Offeror")  
42 Halcyon Way  
Narre Warren South  
Melbourne, Victoria 3805  
Australia

**2. Designation and number or principal amount of securities and the Offeror's securityholding percentage in the class of securities which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:**

The Offeror, as trustee for Devonia Investment Trust, the Charolais Super Fund No. 2, and the Charolais Super Fund No. 3, acquired 6,168,880 Chess Depository Interests ("CDIs") to be issued by CHESS Depository Nominees Pty Limited, each CDI representing an interest in a corresponding common share (the "Shares") in the capital of Simavita Limited ("Simavita") at an issue price of \$0.45 Australian Dollars per CDI.

The Offeror now controls Shares and CDIs in the capital of Simavita representing approximately 41.67% of the outstanding Shares and CDIs of Simavita. The Offeror owns and controls 1,256,145 Shares on its own behalf and as trustee as follows: 20,103,842 Shares and CDIs as trustee for Devonia Investment Trust (14,024,295 Shares and 6,079,547 CDIs); 1,799,049 Shares as trustee for Devonia Trust No. 2; 887,010 Shares and CDIs as trustee for the Charolais Super Fund No. 2 (687,010 Shares and 200,000 CDIs); 230,894 Shares and CDIs as trustee for the Charolais Super Fund No. 3 (97,561 Shares and 133,333 CDIs); and 6,445,010 Shares as trustee for The Charolais Superannuation Fund.

The Offeror may be considered a joint actor with Damien Haakman and Justin Haakman, both of whom are directors and shareholders of the Offeror. Damien Haakman owns and controls 5,000 Shares on his own behalf and holds 380,757 Shares as trustee for The DMH Trust. Justin Haakman owns and controls 5,000 CDIs on his own behalf and holds 380,757 CDIs as trustee for The JAH Trust. Damien Haakman and Justin Haakman acquired the beforementioned Shares at a deemed price of \$0.41 Australian Dollars per Share pursuant to the acquisition by Simavita (formerly named Gtech International Resources Limited) of all of the issued and outstanding shares of Simavita Holdings Limited pursuant to a scheme of arrangement under Australian law involving the shareholders of Simavita Holdings Limited that occurred in December 2013.

In aggregate, the Offeror, Damien Haakman and Justin Haakman hold 31,493,464 Shares and CDIs representing 42.72% of the outstanding Shares and CDIs of Simavita.

**3. Designation and number or principal amount of securities and the Offeror's securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the reporting obligation:**

The Offeror now holds 30,721,950 Shares and CDIs in the capital of Simavita representing approximately 41.67% of the outstanding Shares and CDIs of Simavita. Damien Haakman now holds

385,757 Shares in the capital of Simavita representing approximately 0.5% of the outstanding Shares and CDIs of Simavita. Justin Haakman now holds 385,757 Shares in the capital of Simavita representing approximately 0.5% of the outstanding Shares and CDIs of Simavita. In aggregate, the Offeror, Damien Haakman and Justin Haakman hold 31,493,464 Shares and CDIs in the capital of Simavita representing approximately 42.72% of the outstanding Shares and CDIs of Simavita.

**4. Designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph 3 over which:**

**(a) The Offeror, either alone or together with any joint actors, has ownership and control:**

The Offeror, without including such entities in which the Offeror acts as trustees, has beneficial ownership and control over 1,256,145 Shares/CDIs. Damien Haakman has beneficial ownership and control over 5,000 Shares. Justin Haakman has beneficial ownership and control over 5,000 CDIs. In aggregate, the Offeror, Damien Haakman and Justin Haakman beneficially own and control 1,266,145 Shares/CDIs representing 1.7% of the outstanding Shares of Simavita.

**(b) The Offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the Offeror or any joint actor:**

No applicable.

**(c) The Offeror, either alone or together with any joint actors, has exclusive or shares control but does not have ownership:**

The Offeror holds Shares and CDIs as trustee as follows: 20,103,842 Shares and CDIs as trustee for Devonia Investment Trust (14,024,295 Shares and 6,079,547 CDIs); 1,799,049 Shares as trustee for Devonia Trust No. 2; 887,010 Shares and CDIs as trustee for the Charolais Super Fund No. 2 (687,010 Shares and 200,000 CDIs); 230,894 Shares and CDIs as trustee for the Charolais Super Fund No. 3 (97,561 Shares and 133,333 CDIs); and 6,445,010 Shares as trustee for The Charolais Superannuation Fund. Damien Haakman holds 380,757 Shares as trustee for The DMH Trust. Justin Haakman holds 380,757 CDIs as trustee for The JAH Trust. In aggregate, the Offeror, Damien Haakman and Justin Haakman hold 30,227,319 Shares and CDIs as trustees representing 41% of the outstanding Shares and CDIs of Simavita.

**5. The name of the market in which the transaction or occurrence that gave rise to the reporting obligation took place:**

Not applicable.

**6. The value, in Canadian dollars, of any consideration offered per security if the Offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:**

The Offeror acquired the CDIs disclosed herein at an issue price of \$0.45 Australian Dollars per CDI, which is approximately equal to \$0.459 Canadian dollars at a conversion rate of 1.02.

**7. Purpose of the Offeror and any joint actors in effecting the transaction or occurrence that gave rise to the reporting obligation, including any future intention to acquire ownership of, or control over, additional securities of the issuer:**

The Offeror acquired the CDIs for investment purposes. The Offeror may acquire additional ownership or control over Shares or CDIs in the future.

**8. General nature and the material terms of any agreement, other than lending arrangements, with respect to the securities of the reporting issuer entered into by the Offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the reporting obligation, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

Not applicable.

**9. Names of any joint actor in connection with the disclosure required herein:**

The Offeror may be considered a joint actor with Damien Haakman and Justin Haakman.

**10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the Offeror:**

The CDIs were acquired at a purchase price of \$0.45 Australian Dollars per CDI.

**11. If applicable, a description of any change in any material fact set out in the previous report by the entity under the early warning requirements of Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities:**

Not applicable.

**12. If applicable, a description of the exemption from securities legislation being relied on by the Offeror and the facts supporting that reliance:**

Simavita understands that the Offeror relied on the exemption under British Columbia Instrument 72-503 (distribution of securities outside British Columbia) in acquiring the aforementioned CDIs and is exempt under National Instrument 45-106 – *Prospectus and Registration Exemptions*, based on a representation made by the Offeror as to its accredited investor status.

DATED this 31<sup>st</sup> day of July, 2014.