December 2016

Dear Shareholder,

We are pleased to provide you with an update on the corporate activities and recent developments of RxMM Health Limited ("RxMM").

US Medical Marijuana Industry

While all eyes in the US were on the "minor" event between Trump and Clinton, the “big news” for shareholders resulting from the Ballot was that Florida, Montana, North Dakota and Arkansas approved the medical use of cannabis, adding to the 25 other states which already allow cannabis for medical use. Significantly, Maine, Massachusetts, Nevada and California all voted for recreational use. The tone set by the affirmative votes marks a changing social attitude in the US towards sensible and controlled legalization and the ultimate direction for the remaining non-approved states is becoming more evident.

Australian Stock Exchange Listing

We are busy preparing for the listing of RxMM Health Limited on the Australian Securities Exchange (ASX) and navigating though recent legislative changes in Australian Corporations Law. Being the 8th largest in the world, the Australian Stock Exchange (ASX) is one of the most reputable and rigorous exchanges and has compliance requirements designed to protect the investment community. This is a good thing for all shareholders, but with our recent decisions to spin-off two companies into separate US listings combined with recent changes in the US’s marijuana laws and the changes occurring due to the federal elections, we have experienced a delay in lodging our Prospectus.

However, I am pleased to advise that the necessary amendments to the Prospectus are substantially complete and it will be submitted in early January for listing approval. Once this
review process is completed we expect that RxMM shares will commence trading during Q1-2017. Certain shares will be subject to trading restrictions at the direction of the Australian Stock Exchange and Shareholders will be advised further details prior to listing. As a guide, shares to the value of your profit component will be restricted for 12 months from purchase date. For example, if you bought 10,000 shares at $1 per share on 1 July 2016 and RxMM listed on 28 February 2017 at $2.00 per share, 5,000 shares would be restricted from sale until 1 July 2017.

Clerisy Corp - Bonus Shares

Since its acquisition, RxMM has invested significant capital and executive management resources into Clerisy Corporation (“Clerisy’). To fully exploit this global business opportunity in the non-cannabis markets, the Board recently considered and approved a recommendation to spin Clerisy off into its own capital raising and listing in the USA. Tycon Partners of New York has been engaged to manage a mezzanine financing at US$5 per share and a Regulation A+ capital raise of up to US$25 million at US$10 per share followed by a listing on the NYSE MKT Exchange. RxMM, which acquired 100% of the shares in Clerisy, will distribute Clerisy shares to RxMM shareholders on a proportional basis. The number of shares you will be receiving will be finalised prior to the Prospectus being lodged with the ASX.

*Therefore, in addition to your shares in RxMM, you will receive Clerisy shares at no additional cost.*

It’s important to understand that this development does not dilute the original purpose of the Clerisy acquisition, as RxMM has acquired the exclusive global rights to use Clerisy’s medical delivery devices and product formulas for all cannabis applications. See Clerisy’s product packaging illustrations on next page.
NeuroNasal Strip Brand Concepting

A revolutionary new product designed to deliver therapeutic blends of essential oils to provide simple, safe and effective solutions to manage and improve

① ② ③
RxMM Health Initial Products Licensed from Clerisy

Placeholder packaging concepts for CBD infused products are illustrated below:

Transdermal Adhesive Skin Patch

Sublingual Under the Tongue Strips

NeuroNasal Strip®

Full Extract Edibles
AgTech Global Inc - Bonus Shares

Recently, Management conducted a "Market Opportunities Assessment" in the US which revealed several potentially lucrative commercial opportunities including the sale of advanced hydroponic growing systems for commercial and domestic markets; powerful new fertilizers for cannabis; anti-microbial agents to eliminate mold and bacteria; low energy consumption LED light systems for indoor growing and micro-greens for the fresh produce markets and in powdered form for the nutraceutical industry.

The Market Opportunities Assessment revealed that an exciting business potential exists if sufficient capital and management resources are made available. However, given the recent legalization of seven additional States to an already burgeoning US market for medicinal cannabis, it is essential to the Company’s successful future, that Management concentrates its total focus and resources on its core business.

Therefore, your Board of Directors has accepted Management’s recommendation to spin-off AgTech into a publicly traded company and raise additional funding, followed by a listing on a US stock exchange in 2017. This process is underway and RxMM Shareholders will also be receiving a proportional entitlement of AgTech shares.

Final details of the number of shares and expected timing of AgTech’s listing will be advised to you during Q1-2017.
Micro Green products grown using advanced hydroponics

Tiered Hydroponic Growing System

Your Directors remain focused on maximising the value of your investment in the Company and thank you for your understanding as all the essential and complex requirements for listing are completed.

On behalf of the Directors I wish you and your families a safe and happy holiday season.

Brian L. Harcourt
CEO