UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): **December 31, 2018**

TABULA RASA HEALTHCARE, INC.
(Exact Name of Registrant Specified in Charter)

Delaware	**001-37888**	**46-5726437**
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

228 Strawbridge Drive, Suite 100 **Moorestown, New Jersey**	**08057**
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code: **(866) 648-2767**

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Explanatory Note

On January 2, 2019, Tabula Rasa HealthCare, Inc., a Delaware corporation ("TRHC"), filed a Current Report on Form 8-K (the "Prior 8-K") to report that TRHC had completed its previously announced acquisition of all of the outstanding share capital and options to purchase share capital of DoseMe Holdings Pty Ltd ACN 168 742 336, a proprietary company limited by shares organized under the Laws of Australia ("DoseMe") on January 2, 2019, pursuant to the terms of a Share Purchase Deed, made and entered into as of November 30, 2018, by and among (a) TRHC, (b) DM Acquisition Pty Ltd, a proprietary company limited by shares organized under the Laws of Australia and wholly-owned subsidiary of TRHC, (c) the shareholders and option holders of DoseMe and (d) Charles Cornish, solely in his capacity as the Seller Representative.

TRHC is filing this amendment to amend and restate Item 9.01 of the Prior 8-K in its entirety. Except for the foregoing, this amendment does not modify or update any other disclosure contained in the Prior 8-K.

Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of Businesses Acquired

The unaudited reviewed consolidated financial statements of DoseMe and its controlled entities as of September 30, 2018 and for the three months ended September 30, 2018 filed herewith and attached hereto as Exhibit 99.1 are incorporated herein by reference.

The audited consolidated financial statements of DoseMe and its controlled entities as of June 30, 2018 and for the year then ended filed herewith and attached hereto as Exhibit 99.2 are incorporated herein by reference.

(b) Pro Forma Financial Information

The unaudited pro forma consolidated financial statements of TRHC, as of and for the nine months ended September 30, 2018 and for the year ended December 31, 2017 filed herewith and attached hereto as Exhibit 99.3 are incorporated herein by reference.

(d) Exhibits.

Exhibit Number	Description
2.1*	Share Purchase Deed, made and entered into on November 30, 2018, by and among Tabula Rasa HealthCare, Inc., DM Acquisition Pty Ltd, the shareholders and option holders of DoseMe Holdings Pty Ltd ACN 168 742 336 set forth on the signature page thereto under the heading "Sellers" and Charles Cornish, solely in his capacity as the Seller Representative (Filed as Exhibit 2.1 to TRHC's Current Report on Form 8-K filed December 3, 2018 and incorporated by reference herein).
10.1	Loan and Security Modification Agreement, entered into as of December 31, 2018, by and among CareKinesis, Inc., Tabula Rasa HealthCare, Inc., Careventions, Inc., Capstone Performance Systems, LLC, J.A. Robertson, Inc., Medliance LLC, CK Solutions, LLC, TRSHC Holdings, LLC, SinfoniaRX, Inc., TRHC MEC Holdings, LLC, Mediture, LLC, eClusive L.L.C., Cognify LLC, the several banks and other financial institutions or entities party thereto, and Western Alliance Bank, as a Lender and as administrative agent and collateral agent for the Lenders (Filed as Exhibit 10.1 to TRHC's Current Report on Form 8-K filed January 2, 2019 and incorporated by reference herein).
23.1	Consent of PKF Hacketts Audit.
99.1	Unaudited consolidated financial statements of DoseMe Holdings Pty Ltd and its controlled entities, as of September 30, 2018 and for the three months ended September 30, 2018.

99.2	Audited consolidated financial statements of DoseMe Holdings Pty Ltd and its controlled entities, as of June 30, 2018 and for the year then ended.
99.3	Unaudited pro forma consolidated financial statements of Tabula Rasa HealthCare, Inc. as of and for the nine months ended September 30, 2018 and for the year ended December 31, 2017.

* The schedules and exhibits to the share purchase deed are omitted pursuant to Item 601(b)(2) of Regulation S-K. Tabula Rasa HealthCare, Inc. agrees to furnish supplementally to the SEC, upon request, a copy of any omitted schedule or exhibit.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TABULA RASA HEALTHCARE, INC.

By: /s/ Dr. Calvin H. Knowlton
Dr. Calvin H. Knowlton
Chief Executive Officer

Dated: March 19, 2019

Exhibit 23.1

PKF Hacketts

19 March 2019

The Board of Directors
Tabula Rasa Healthcare, Inc.
228 Strawbridge Drive, Suite 100
Moorestown, NJ, USA 08057

Dear Directors

Consent of Independent Public Accounting Firm

We consent to the incorporation by reference in the Registration Statements on Form S-8 (Nos. 333-214025, 333-216674, 333-223658 and 333-230046) and in the Registration Statement on Form S-3 (No. 333-220965) of Tabula Rasa HealthCare, Inc. of our reports dated November 15, 2018 with respect to:

a) the unaudited reviewed consolidated financial statements of DoseMe Holdings Pty Ltd and its controlled entities as of September 30, 2018 and for the three-month period ended September 30, 2018 and

b) the audited consolidated financial statements of DoseMe Holdings Pty Ltd and its controlled entities as of June 30, 2018 and for the year then ended.

Yours faithfully

PKF Hacketts Audit

/s/ Liam Murphy
Liam Murphy
Partner

PKF Hacketts Audit
ABN 33 873 151 348

Level 6, 10 Eagle Street, Brisbane QLD 4000
GPO Box 1568, Brisbane QLD 4001
P +61 7 3839 9733
f +61 7 3832 1407

8 East Street, PO Box 862
Rockhampton QLD 4700
P +61 7 4927 2744
f +61 7 4927 4317

Exhibit 99.1

DoseMe Holdings Pty Ltd
ABN 23 168 742 336

Financial Statements
For the three months ended September 30, 2018

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INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE STOCKHOLDERS AND BOARD OF DIRECTORS OF
DOSEME HOLDINGS PTY LTD AND ITS CONTROLLED ENTITIES

Report on the Financial Statements

We have reviewed the accompanying unaudited interim consolidated financial statements of DoseMe Holdings Pty Ltd (the company) and its controlled entities (the Group) as of September 30, 2018, and for the three-month period then ended.

The accompanying unaudited interim financial statements of DoseMe Holdings Pty Ltd and its controlled entities as of September 30, 2018 contain comparative information as of June 30, 2018, and for the three months ended September 30, 2017. The comparative information was not reviewed by us, and accordingly, we do not express any form of assurance on it.

Directors' Responsibility

The Company's Directors are responsible for the preparation and fair presentation of the unaudited interim consolidated financial statements in accordance with the accounting principles generally accepted in the United States of America; this responsibility includes the design, implementation, and maintenance of internal control sufficient to provide a reasonable basis for the preparation and fair presentation of the unaudited consolidated financial statements in accordance with accounting principles generally accepted in the United States of America.

Auditor's Responsibility

Our responsibility is to conduct our review in accordance with auditing standards generally accepted in the United States of America applicable to reviews of unaudited consolidated financial statements. A review of unaudited interim consolidated financial statements consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the unaudited consolidated financial statements. Accordingly, we do not express such an opinion.

Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying unaudited interim consolidated financial statements as of and for the three months ended September 30, 2018, for it to be in accordance with accounting principles generally accepted in the United States of America.

PKF HACKETTS AUDIT

/s/ Cameron Bradley
Cameron Bradley
Partner

Brisbane, November 15, 2018

PKF Hacketts Audit
ABN 33 873 151 348

Level 6, 10 Eagle Street, Brisbane QLD 4000
GPO Box 1568, Brisbane QLD 4001
p +61 7 3839 9733
f +61 7 3832 1407

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p +61 7 4927 2744
f +61 7 4927 4317

DOSEME HOLDINGS PTY LTD
UNAUDITED CONSOLIDATED BALANCE SHEETS

	Note	September 30, 2018 $	June 30, 2018 $
Assets			
Current assets:			
Cash		357,168	229,695
Accounts receivable, net		1,595	—
Prepaid expenses		20,172	4,561
Other current assets	4	17,792	414,576
Total current assets		396,727	648,832
Total assets		396,727	648,832
Liabilities and stockholders' equity			
Current liabilities:			
Debt		15,134	—
Accounts payable		37,234	15,965
Accrued expenses and other liabilities	5	205,890	107,890
Provisions	6	33,062	26,864
Total current liabilities		291,320	150,719
Total liabilities		291,320	150,719
Commitments and contingencies (Note 9)			
Stockholders' equity:			
Common stock, 17,132 shares issued and outstanding at at September 30, 2018 and June 30, 2018	7	5,237,102	5,237,102
Accumulated deficit		(5,158,664)	(4,775,295)
Accumulated other comprehensive income		26,969	36,306
Total stockholders' equity		105,407	498,113
Total liabilities and stockholders' equity		396,727	648,832

See accompanying notes to unaudited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS

	Three months ended September 30, 2018 $	Three months ended September 30, 2017 $
Revenue:		
Service revenue	34,075	6,441
Total revenue	34,075	6,441
Cost of revenue, exclusive of depreciation and amortization show below:		
Service cost	—	—
Total cost of revenue, exclusive of depreciation and amortization	—	—
Operating expenses:		
Advertising expense	33,082	7,595
General and administrative	420,430	478,420
Depreciation and amortization	—	1,509
Total operating expenses	453,512	487,524
Loss from operations	(419,437)	(481,083)
Other income (expense):		
Interest expense	(507)	—
Grant revenue	36,575	—
Total other income	36,068	—
Loss before income taxes	(383,369)	(481,083)
Tax expense	—	—
Net loss	(383,369)	(481,083)
Net loss attributable to common stockholders:		
Basic	(383,369)	(481,083)
Diluted	(383,369)	(481,083)
Net loss per share attributable to common stockholders (Note 3):		
Basic	(22.38)	(32.02)
Diluted	(22.38)	(32.02)
Weighted average common stock outstanding (Note 3):		
Basic	17,132	15,024
Diluted	17,132	15,024

See accompanying notes to unaudited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

	Three months ended September 30,	
	2018 $	2017 $
Net loss	(383,369)	(481,083)
Other comprehensive income (loss), net of tax:		
Change in foreign currency translation adjustments	(9,337)	16,877
Other comprehensive income (loss)	(9,337)	16,877
Comprehensive loss attributable to common stockholders:	(392,706)	(464,206)

See accompanying notes to unaudited consolidated financial statements

DOSEME HOLDINGS PTY LTD
UNAUDITED CONSOLIDATED STATEMENTS OF STOCKHOLDERS EQUITY

	Common Stock Shares	Common Stock Amount	Accumulated Deficit	Accumulated Other Comprehensive Income	Total Shareholders Equity
Balance as at July 1, 2018	17,132	$ 5,237,102	$ (4,775,295)	$ 36,306	$ 498,113
Net loss	—	—	(383,369)	—	(383,369)
Other comprehensive income, net	—	—	—	(9,337)	(9,337)
Balance as at September 30, 2018	17,132	$ 5,237,102	$ (5,158,664)	$ 26,969	$ 105,407

See accompanying notes to unaudited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three months ended September 30,	
	2018 $	2017 $
Cash flows from operating activities:		
Net loss	(383,369)	(481,083)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	—	1,509
Changes in operating assets and liabilities:		
Accounts receivable, net	(1,595)	(562)
Prepaid expenses and other current assets	196,178	330,718
Accounts payable	21,269	(9,623)
Accrued expenses and other liabilities	89,042	50,823
Provisions	6,198	(873)
Net cash used in operating activities	(72,277)	(109,091)
Cash flows from financing activities:		
Proceeds from related party borrowings	184,775	—
Proceeds from borrowings	26,032	—
Repayment of borrowings	(11,057)	—
Net cash provided by financing activities	199,750	—
Net increase (decrease) in cash	127,473	(109,091)
Cash, beginning of period	229,695	544,059
Cash, end of period	357,168	434,968

See accompanying notes to unaudited consolidated financial statements.

NOTE 1: NATURE OF BUSINESS

DoseMe Holdings Pty Ltd and its controlled entities (the “Group”) provides patient specific, data driven technology and solutions that enable healthcare organizations to optimize medication dosing to improve patient outcomes, reduce hospitalizations, lower healthcare costs and manage risk. The Group’s cloud based software solutions provide prescribers, pharmacists and healthcare organizations with sophisticated and innovative tools to better manage the medication related needs of patients.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Group’s significant accounting policies are disclosed in the Group’s audited consolidated financial statements for the year ended June 30, 2018. Since the date of those audited consolidated financial statements, there have been no changes to the Group’s significant accounting policies, including the status of recent accounting pronouncements, other than those detailed below.

(a) Basis of preparation of the financial report

The acccompanying unaudited consolidated financial statements of the Group presented in United States dollars, for the quarter ended September 30, 2018 have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”). Any reference in these notes to applicable guidance is meant to refer to the authoritative United States GAAP as found in the Accounting Standards Codification (“ASC”) and Accounting Standards Update (“ASU”) of the Financial Accounting Standards Board (“FASB”). The accompanying unaudited consolidated financial statements include the accounts of the Group and its wholly owned subsidiaries. All inter Group accounts and transactions have been eliminated on consolidation.

(b) Liquidity

The Group’s unaudited consolidated financial statements have been prepared on the basis of continuity of operations, realization of assets and the satisfaction of liabilities in the ordinary course of business. Management believes that the Group’s cash on hand of $357,168 as of September 30, 2018, cash flows from operations and availability of debt or equity funding are sufficient to fund the Group’s planned operations through to at least September 30, 2019.

(c) Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates or assumptions.

(d) Revenue

The Group recognizes revenue from services rendered when (i) persuasive evidence of an arrangement exists, (ii) services have been rendered, (iii) the price to its client is fixed or determinable and (iv) collectability is reasonably assured.

When the Group enters into arrangements with multiple deliverables, it applies the accounting guidance for revenue arrangements with multiple deliverables and evaluates each deliverable to determine whether it represents a separate unit of accounting based on the following criteria: (i) whether the delivered item has value to the customer on a standalone basis, and (ii) if the contract includes a general right of return relative to the delivered item, delivery or performance of the undelivered item(s) is considered probable and substantially in the control of the Group.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Revenue (continued)

The Group evaluates its contractual arrangements to determine the performance obligations and transaction prices. Revenue is allocated to each performance obligation and recognized when the related performance obligations are satisfied.

The Group provides unique decision support software that leverages clinically validated pharmacokinetic drug models, patient characteristics, drug concentrations and genotype to guide dose optimization. It's the world's first precision dosing tool designed for clinical practice that uses Bayesian dosing methods. Its simplicity and portability means Bayesian dosing benefits can be brought to every bedside.

Licence fees

The Group receives licence fees to access DoseMe's clinical decision support software. These fees are known as Software-as-a-service (SaaS) fees and for DoseMe these fees are paid in advance for each subscription. These services represent a separate unit of accounting and are offered independently from any other services. Revenue for these services is recognized each month as the services are performed.

Transaction fee

The Group also receives transactional fees based on a setting up each new subscription.

(e) Recent Accounting Pronouncements

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers ('ASU 2014-09') and has subsequently issued a number of amendments to ASU 2014-09. ASU 2014-09, as amended, represents a comprehensive new revenue recognition model that requires a Group to recognize revenue to depict the transfer of promised goods or services to clients in an amount that reflects the consideration to which the Group expects to be entitled to receive in exchange for those goods or services. ASU 2014-09 sets forth a new five-step revenue recognition model which replaces the prior revenue recognition guidance in its entirety and is intended to eliminate numerous industry-specific pieces of revenue recognition guidance that have historically existed. For public companies, ASU 2014-09 is effective for annual reporting periods beginning after December 15, 2017 and interim reporting periods within that reporting period. Companies may use either a full retrospective or a modified retrospective approach to adopt ASU 2014-09. The Group will adopt ASU-2014-09 as of July 1, 2018 using the full retrospective method and continues to assess the impact of ASU 2014-09 on its results of operations, financial position, cash flows, and disclosures. The Group will finalize its calculation of the financial impact of the adoption of this accounting standard on its consolidated financial statements in the June accounts in 2019.

The Group analyzed substantially all of its contracts with customers to determine the impact of the adoption of ASU 2014-09 on the Group's consolidated financial statements and disclosures. While the Group is still analyzing the effect that ASU 2014-09 will have on its consolidated financial statements and related disclosures.

The adoption of this ASU will result in increased disclosure, including qualitative and quantitative disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Recent Accounting Pronouncements (Continued)

In February 2016, the FASB issued ASU No. 2016 -02, Leases (Topic 842) (“ASU 2016-02”). The new standard establishes a right-of-use (“ROU”) model that requires a lessee to record a ROU asset and a lease liability on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. ASU 2016 -02 is effective for annual periods beginning after December 15, 2018, including interim periods within those annual periods, with early adoption permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Group is currently evaluating the potential impact of the adoption of this standard and anticipates that this standard will have a material impact on the Group’s consolidated financial statements, as all long term leases will be capitalized on the consolidated balance sheet.

In August 2016, the FASB issued ASU No. 2016 -15, Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments (“ASU 2016-15”). ASU 2016-15 provides new guidance to reduce diversity in practice in how certain transactions are classified in the statement of cash flows. ASU 2016 -15 is effective for financial statements issued for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years. The Group is currently evaluating the potential impact of ASU 2016-15 on the Group’s consolidated financial statements.

In August 2018, the FASB issued ASU No. 2018-13, Fair Value Measurement (Topic 820): Disclosure Framework — Changes to the Disclosure Requirements for Fair Value Measurement (“ASU 2018-13”). ASU 2018-13 updates the disclosure requirements for fair value measurements and is effective for financial statements issued for fiscal years beginning after December 15, 2019. The Company is currently evaluating the potential impact of the adoption of this standard on the Company’s consolidated financial statements.

In August 2018, the FASB issued ASU No. 2018-15, Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40): Customer’s Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract (“ASU 2018-15”). ASU 2018-15 aligns the requirements for capitalizing implementation incurred in a hosting arrangement that is a service contract with the requirements for capitalization implementation costs incurred to develop or obtain internal-use software and hosting arrangements that include an internal-use software license. ASU 2018-15 is effective for financial statements issued for fiscal years beginning after December 15, 2019. The Company is currently evaluating the potential impact of the adoption of this standard on the Company’s consolidated financial statements.

In January 2017, the FASB issued Accounting Standards Update No. 2017 -01, *Business Combinations* (“ASU 201701”). ASU 2017-01 provides guidance for evaluating whether a set of transferred assets and activities (the “set”) should be accounted for as an acquisition of a business or group of assets. The guidance provides a screen to determine when a set does not qualify to be a business. When substantially all of the fair value of the gross assets acquired (or disposed of) is concentrated in an identifiable asset or a group of similar assets, the set is not a business. Also to be considered a business, the set would have to include an input and a substantive process that together significantly contribute to the ability to create outputs. ASU 2017-01 is effective for financial statements issued for fiscal years beginning after December 15, 2017. The adoption of ASU 2017 01 will not have a material effect on the Group’s consolidated financial statements.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Recent Accounting Pronouncements (Continued)

In January 2017, the FASB issued ASU No. 2017-04, *Intangibles — Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment* ("ASU 2017-04"). ASU 2017-04 simplifies the accounting for goodwill impairment by eliminating the requirement to calculate the implied fair value of goodwill to measure an impairment charge. Instead, entities will be required to record an impairment charge based on the excess of a reporting unit's carrying value over its fair value. ASU 2017-04 is effective for financial statements issued for fiscal years beginning after December 15, 2019. The adoption of ASU 2017 04 will not have a material effect on the Groups's consolidated financial statements.

In May 2017, the FASB issued ASU No. 2017-09, *Compensation —Stock Compensation (Topic 718): Scope of Modification Accounting* ("ASU 2017-09"). ASU 2017-09 amends the scope of modification accounting for share-based payment arrangements. The guidance requires modification accounting only if the fair value, vesting conditions, or the classification of the award (as equity or liability) changes as a result of a change in terms or conditions. ASU 2017-09 is effective for financial statements issued for fiscal years beginning after December 15, 2017. The adoption of ASU 2017 09 will not have a material effect on the Group's consolidated financial statements.

NOTE 3: NET LOSS PER SHARE

Basic net loss per share is computed by dividing net loss attributable to common stockholders by the weighted average number of shares of common stock of the Company outstanding during the period. The Company computed net loss per share of common stock using the treasury stock method for the three months ended September 30, 2018 and 2017. Diluted net loss per share is computed dividing net loss attributable to common stockholders by the weighted average number of shares of common stock during the period plus the impact of dilutive securities, to the extent that they are not anti-dilutive. The following table presents the calculation of basic and diluted net loss per share for Company's common stock:

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017
Numerator:		
Net loss attributable to common stockholders	$ (383,369)	$ (481,083)
Denominator (basic):		
Weighted average shares of common stock outstanding, basic	17,132	15,024
Denominator (diluted):		
Weighted average shares of common stock outstanding, diluted	17,132	15,024
Net loss per share attributable to common stockholders, basic	$ (22.38)	$ (32.02)
Net loss per share attributable to common stockholders, diluted	$ (22.38)	$ (32.02)

NOTE 4: OTHER CURRENT ASSETS

At September 30, 2018 and June 30, 2018, other current assets consisted of the following:

	September 30, 2018	June 30, 2018
R&D tax offset refund receivable	$ —	$ 211,975
GST receivable	8,427	8,241
Related party receivable for common stock issued	—	184,775
Rental deposits	9,365	9,585
Total other current assets	$ 17,792	$ 414,576

NOTE 5: ACCRUED EXPENSES AND OTHER LIABILITIES

At September 30, 2018 and June 30, 2018, accrued expenses and other liabilties consisted of the following:

	September 30, 2018	June 30, 2018
Employee related expenses	$ 34,366	$ 14,794
Accrued fringe benefits tax	—	16,166
Legal fees	—	—
Stock issue costs	—	—
Deferred revenue	171,524	76,930
Total accrued expenses and other liabilities	$ 205,890	$ 107,890

NOTE 6: EMPLOYEE BENEFIT PROVISIONS

At September 30, 2018 and June 30, 2018, employee benefit provisions consisted of the following:

	September 30, 2018	June 30, 2018
Annual leave	$ 33,062	$ 26,864

NOTE 7: COMMON STOCK

	September 30, 2018	June 30, 2018
17,123 Common stock	$ 5,237,102	$ 5,237,102

NOTE 8: INCOME TAXES

As of September 30, 2018, the Company had income tax net operating loss ("NOL") carryforwards of $1,562,448 which are available to reduce future taxable income.

We believe that it is more likely than not that the benefit from NOL carryforward will not be realized at this point in time. In recognition of this risk, no deferred tax assets related to these NOL carryforwards have been accounted for.

NOTE 9: COMMITMENTS AND CONTINGENCIES

(a) Legal Proceedings

The Company is not currently involved in any significant claims or legal actions that, in the opinion of management, will have a material adverse impact on the Company.

NOTE 9: COMMITMENTS AND CONTINGENCIES (Continued)

(b) Leases

The Group has entered into two operating leases for office space. One of the leases is a rolling annual agreement expiring in April 2019 with the other being a rolling monthly agreement requiring a one-month notice period. No additional occupancy taxes, rates or charges are payable in addition to the base rent payments.

Future minimum lease payments under operating leases as of September 30, 2018 are as follows:

	September 30, 2018
2019	$ 24,587
2020	—
2021	—
2022	—
2023	—
Thereafter	—
Total minimum lease payments	$ 24,587

Rent expense under these operating leases was $10,165 and $10,535 for the three months ended September 30, 2018 and 2017 respectively.

(c) Bonuses Paid on Sale of Business

The Company has set up two bonus structures in the event the business is acquired by a third party. These bonuses fall part of certain employee's employment contracts and are only valid for employees employed at the time of the acquisition. In addition, at the acquirer's discretion, these bonuses may be held for up to six months to ensure a smooth transition.

The true bonus structures are as follows:

(i) Senior Employee Loyalty Bonus "SELB"

The SELB aims to align critical, early employees with long-term value creation. The bonus entitles eligible employees to 0.5% of eventual net cleared value per common share of the Company in the event that a sale price of $1,985 per common share is achieved. At year-end only one employee is entitled to the SELB should the hurdle price be achieved.

(ii) Early Employee Loyalty Bonus "EELB"

The EELB aims to align non-critical, early employees with long-term value creation. The bonus is a one-time payment in the amount of the employee's annual base salary. The bonus is available to those on the program in the event of a successful exit which achieves a minimum sale price of $1,985 per common share. At year-end three employees are eligible for the bonus with the maximum amount payable being $211,580.

Management believes it is very unlikely that both programs with be realized in the next twelve months based on recent offers received to acquire all outstanding shares.

NOTE 10: RELATED PARTY TRANSACTIONS

Included in general and administrative expenses during the three months ended September 30, 2018 were $14,891 (2017: $3,947) of consulting fees paid to director related parties.

There were no other related party transactions during the three months ended September 30, 2018 and 2017

NOTE 11: SUBSEQUENT EVENTS

On October 1, 2018, the company issued a convertible note ("the note") with a principal amount of USD $1,000,000. The note bears simple interest on the outstanding principal amount at the rate of 10% per annum. The principal amount of the note and any unpaid accrued interest shall be due and payable on the twelve (12) month anniversary, subject to earlier repayment of the principal amount and any unpaid accrued interest as a result of a Change of Control event, or earlier conversion to equity securities as a result of a Qualified Financing event, as discussed below.

Conversion on Qualified Financing event

The principal amount and any unpaid accrued interest shall automatically convert into equity securities in the event the Company issues and sells its equity securities to investors in an equity financing while the note remains outstanding ("Qualified Financing"), at the conversion price of either:

(i) if more than 50% of the capital raised by the Company in the Qualified Financing comes from investors who do not have any affiliation with the current investors in the Company, the price paid per share for equity securities by the investors in the Qualified Financing; or

(ii) if 50% or less of the capital raised by the Company in the Qualified Financing comes from investors who do not have any affiliation with the current investors in the Company, the lesser of:

(a) the price paid per share for equity securities by the investors in the Qualified Financing, or
(B) the quotient resulting from dividing (1) USD $15,000,000 by (2) the number of outstanding ordinary shares of the Company immediately prior to the Qualified Financing.

Except as disclosed above, no other matter or circumstance has arisen since September 30, 2018 that has significantly affected or may significantly affect:

(a) the operations, in financial years subsequent to September 30, 2018, of the Group, or
(b) the results of those operations, or
(c) the state of affairs, in financial years subsequent to September 30, 2018, of the Group.

Exhibit 99.2

DoseMe Holdings Pty Ltd
ABN 23 168 742 336

Financial Statements
For the year ended June 30, 2018

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PKF Hacketts

INDEPENDENT AUDITOR'S REPORT
TO THE STOCKHOLDERS AND BOARD OF DIRECTORS OF
DOSEME HOLDINGS PTY LTD AND ITS CONTROLLED ENTITIES

Report on the Consolidated Financial Statements

We have audited the accompanying financial statements of DoseMe Holdings Pty Ltd (the company) and its controlled entities (the Group), which comprise the Consolidated Balance Sheet as at June 30, 2018, and the related Consolidated Statements of Operations, Stockholders' Equity and Cash Flows for the year then ended, and the related notes to the consolidated financial statements.

The accompanying financial statements of DoseMe Holdings Pty Ltd and its controlled entities as of June 30, 2018 contain comparative information as of June 30, 2017, and for the year then ended. The comparative information was not audited by us, and accordingly, we do not express any form of assurance on it.

Managements' responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of such internal control relevant to the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation in the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

PKF Hacketts Audit	Level 6, 10 Eagle Street, Brisbane QLD 4000	8 East Street, PO Box 862
ABN 33 873 151 348	GPO Box 1568, Brisbane QLD 4001	Rockhampton QLD 4700
	p +61 7 3839 9733	p +61 7 4927 2744
	f +61 7 3832 1407	f +61 7 4927 4317

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of DoseMe Holdings Pty Ltd and its controlled entities as at June 30, 2018, and the consolidated results of their operations and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

PKF HACKETTS AUDIT

/s/ Cameron Bradley

Cameron Bradley
Partner

Brisbane, November 15, 2018

DOSEME HOLDINGS PTY LTD
CONSOLIDATED BALANCE SHEETS

	Note	June 30, 2018 $	June 30, 2017 $ Unaudited
Assets			
Current assets:			
Cash	4	229,695	544,059
Accounts receivable, net		—	1,062
Prepaid expenses		4,561	9,130
Other current assets	5	414,576	350,155
Total current assets		648,832	904,406
Intangible assets, net		—	1,666
Property and equipment, net	6	—	2,530
Total assets		648,832	908,602
Liabilities and stockholders' equity			
Current liabilities:			
Accounts payable		15,965	15,622
Accrued expenses and other liabilities	7	107,890	147,555
Provisions	8	26,864	37,548
Total current liabilities		150,719	200,725
Total liabilities		150,719	200,725
Commitments and contingencies (Note 11)			
Stockholders' equity:			
Common stock, 17,132 shares issued and outstanding at at June 30, 2018 (2017: 15,024)	9	5,237,102	4,084,327
Accumulated deficit		(4,775,295)	(3,412,726)
Accumulated other comprehensive income		36,306	36,276
Total stockholders' equity		498,113	707,877
Total liabilities and stockholders' equity		648,832	908,602

See accompanying notes to audited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
CONSOLIDATED STATEMENTS OF OPERATIONS

	Year Ended June 30,	
	2018 $	2017 $ Unaudited
Revenue:		
Service revenue	55,169	32,031
Total revenue	55,169	32,031
Cost of revenue, exclusive of depreciation and amortization show below:		
Service cost	—	—
Total cost of revenue, exclusive of depreciation and amortization	—	—
Operating expenses:		
Advertising expense	35,559	79,141
General and administrative	1,641,850	1,424,339
Depreciation and amortization	4,539	17,894
Total operating expenses	1,681,948	1,521,374
Loss from operations	(1,626,779)	(1,489,343)
Other income (expense):		
Interest income	—	175
R&D tax offset refund	221,870	322,672
Grant revenue	42,340	49,023
Total other income	264,210	371,870
Loss before income taxes	(1,362,569)	(1,117,473)
Tax expense	—	—
Net loss	(1,362,569)	(1,117,473)
Net loss attributable to common stockholders:		
Basic	(1,362,569)	(1,117,473)
Diluted	(1,362,569)	(1,117,473)
Net loss per share attributable to common stockholders (Note 3):		
Basic	(86.33)	(74.87)
Diluted	(86.33)	(74.87)
Weighted average common stock outstanding (Note 3):		
Basic	15,783	14,925
Diluted	15,783	14,925

See accompanying notes to audited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

	Year Ended June 30,	
	2018 $	2017 $ Unaudited
Net loss	(1,362,569)	(1,117,473)
Other comprehensive income (loss), net of tax:		
Change in foreign currency translation adjustments	30	(2,175)
Other comprehensive income / (loss)	30	(2,175)
Comprehensive loss attributable to common stockholders:	(1,362,539)	(1,119,648)

See accompanying notes to audited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
CONSOLIDATED STATEMENTS OF STOCKHOLDERS EQUITY

	Common Stock Shares	Common Stock Amount	Accumulated Deficit	Accumulated Other Comprehensive Income	Total Shareholders Equity
Balance as at July 1, 2016	12,000	$ 2,185,043	$ (2,295,253)	$ 38,451	$ (71,759)
Issuance of common stock	3,024	1,899,284		—	1,899,284
Net loss	—	—	(1,117,473)	—	(1,117,473)
Other comprehensive income, net	—	—	—	(2,175)	(2,175)
Balance as at June 30, 2017	15,024	4,084,327	(3,412,726)	36,276	707,877
Issuance of common stock, net of issuance costs	2,108	1,152,775	—	—	1,152,775
Net loss	—	—	(1,362,569)	—	(1,362,569)
Other comprehensive income, net	—	—	—	30	30
Balance as at June 30, 2018	17,132	$ 5,237,102	$ (4,775,295)	$ 36,306	$ 498,113

See accompanying notes to audited consolidated financial statements.

DOSEME HOLDINGS PTY LTD
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year Ended June 30,	
	2018 $	2017 $ Unaudited
Cash flows from operating activities:		
Net loss	(1,362,569)	(1,117,473)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	6,596	17,774
Changes in operating assets and liabilities:		
Accounts receivable, net	1,062	(356)
Prepaid expenses and other current assets	124,533	(237,011)
Accounts payable	343	15,411
Accrued expenses and other liabilities	58,351	30,648
Provisions	(10,684)	35,461
Net cash provided used in operating activities	(1,182,368)	(1,255,546)
Cash flows from investing activities:		
Purchases of property and equipment	—	(17,902)
Net cash used in investing activities	—	(17,902)
Cash flows from financing activities:		
Proceeds from issuance of common stock, net of issuance costs	868,004	1,516,590
Net cash provided by financing activities	868,004	1,516,590
Net decrease in cash	(314,364)	243,142
Cash, beginning of period	544,059	300,917
Cash, end of period	229,695	544,059
Supplemental disclosure of cash flow information:		
Other liabilities settled via stock issuance	99,996	—

See accompanying notes to audited consolidated financial statements.

NOTE 1: NATURE OF BUSINESS

DoseMe Holdings Pty Ltd and its controlled entities (the “Group”) provides patient specific, data driven technology and solutions that enable healthcare organizations to optimize medication dosing to improve patient outcomes, reduce hospitalizations, lower healthcare costs and manage risk. The Group’s cloud based software solutions provide prescribers, pharmacists and healthcare organizations with sophisticated and innovative tools to better manage the medication related needs of patients.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation of the financial report

The acccompanying consolidated financial statements of the Group presented in United States dollars, for the year ended June 30, 2018 have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) Any reference in these notes to applicable guidance is meant to refer to the authoritative United States GAAP as found in the Accounting Standards Codification (“ASC”) and Accounting Standards Update (“ASU”) of the Financial Accounting Standards Board (“FASB”). The accompanying consolidated financial statements include the accounts of the Group and its wholly owned subsidiaries. All interGroup accounts and transactions have been eliminated on consolidation.

(b) Liquidity

The Group’s audited consolidated financial statements have been prepared on the basis of continuity of operations, realization of assets and the satisfaction of liabilities in the ordinary course of business. Management believes that the Group’s cash on hand of $229,695 as of June 30, 2018, cash flows from operations and availability of debt or equity funding are sufficient to fund the Group’s planned operations through to at least June 30, 2019.

(c) Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates or assumptions.

On an ongoing basis, management evaluates its estimates and assumptions, including, but not limited to, those related to: (i) the recognition and disclosure of contingent liabilities, (ii) the useful lives of long-lived assets (including definite-lived intangible assets), (iii) the evaluation of revenue recognition criteria, and (iv) the realizability of long-lived assets, including intangible assets. These estimates are based on historical data and experience, as well as various other factors that management believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. The Group has engaged and may, in the future, engage third-party valuation specialists to assist with estimates related to the valuation of assets and liabilities acquired. Such estimates often require the selection of appropriate valuation methodologies and models, and significant judgment in evaluating ranges of assumptions and financial inputs. Actual results may differ from those estimates under different assumptions or circumstances. Enter policy details as required.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Revenue

The Group recognizes revenue from services rendered when (i) persuasive evidence of an arrangement exists, (ii) services have been rendered, (iii) the price to its client is fixed or determinable and (iv) collectability is reasonably assured.

When the Group enters into arrangements with multiple deliverables, it applies the accounting guidance for revenue arrangements with multiple deliverables and evaluates each deliverable to determine whether it represents a separate unit of accounting based on the following criteria: (i) whether the delivered item has value to the customer on a standalone basis, and (ii) if the contract includes a general right of return relative to the delivered item, delivery or performance of the undelivered item(s) is considered probable and substantially in the control of the Group.

The Group evaluates its contractual arrangements to determine the performance obligations and transaction prices. Revenue is allocated to each performance obligation and recognized when the related performance obligations are satisfied.

The Group provides unique decision support software that leverages clinically validated pharmacokinetic drug models, patient characteristics, drug concentrations and genotype to guide dose optimization. It’s the world’s first precision dosing tool designed for clinical practice that uses Bayesian dosing methods. Its simplicity and portability means Bayesian dosing benefits can be brought to every bedside.

Licence fees

The Group receives licence fees to access DoseMe’s clinical decision support software. These fees are known as Software-as-a-service (SaaS) fees and for DoseMe these fees are paid in advance for each subscription. These services represent a separate unit of accounting and are offered independently from any other services. Revenue for these services is recognized each month as the services are performed.

Transaction fee

The Group also receives transactional fees based on a setting up each new subscription.

(e) Research and Development

Research and development expenses consist primarily of salaries and related costs for personnel in the Group’s research and development functions, which include software developers and other employees engaged in scientific education and research. Research and development expenses also include costs relating to the design and development of new software and technology and new service offerings, as well as enhancement of existing software and technology and new service offerings, including fees paid to third-party consultants, costs relating to quality assurance and testing, and other allocated facility-related overhead and expenses. Costs incurred in research and development are charged to expense as incurred.

(f) Income taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the period that includes the enactment date. Valuation allowances are provided when necessary to reduce deferred tax assets to the amount expected to be realized.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Net Loss per Share Attributable to Common Stockholders

The Group computed net loss per share of common stock using the treasury stock method for the year ended June 30, 2018 and 2017.

(h) Fair Value Measurement

The Group's financial instruments consistent of accounts receivable, accounts payable and accrued expenses. The carrying values of accounts receivable, accounts payable and accrued expenses are respresentative of their fair value due to the relatively short-term nature of those instruments.

(i) Cash

Cash at June 30, 2018 and 2017 consists of cash on deposit with banks. The Group considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. The Group did not have any cash equivalents as of June 30, 2018 or 2017.

(j) Accounts Receivable, net

Accounts receivable are recorded at the invoiced amount and do not bear interest. The Group maintains an allowance for doubtful accounts for estimated losses inherent in its accounts receivable portfolio. In establishing the required allowance, management considers historical losses adjusted to take into account current market conditions and its clients' financial condition, the amount of receivables in dispute and the current receivables aging and current payment patterns. The Group reviews its allowance for doubtful accounts monthly. The allowance for doubtful accounts was $0 as of June 30, 2018 and 2017.

(k) Property and Equipment, net

Property and equipment are stated at cost less accumulated depreciation. Additions or improvements that increase the useful life of existing assets are capitalized, while expenditures for repairs and maintenance that do not improve or extend the lives of the respective assets are charged to expense as incurred. Depreciation is recognized using the straight-line method over the estimated useful lives of the assets. The Group depreciates computer hardware and purchased software over a life of three years and office furniture and equipment over a life of five years. Leasehold improvements are amortized over the shorter of the estimated useful life of the asset or the lease term. Property and equipment under capital leases are amortized over the shorter of the lease term or the estimated useful life of the asset. Upon retirement or sale, the cost and related accumulated depreciation of assets disposed of are removed from the accounts and any resulting gain or loss is included in the consolidated statements of operations.

(I) Short-term Employee Benefit Obligations

Liabilities arising in respect of salaries and wages, annual leave and any other employee benefits (other than termination benefits) expected to be settled wholly before twelve months after the end of the annual reporting period are measured at the (undiscounted) amounts based on renumeration rates which are expected to be paid when the liability is settled. The expected cost of short-term employee benefits in the form of compensated absenses such as annual leave and accumulated sick leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented in payables in the consolidated balance sheets.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(m) Contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, penalties and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Legal fees and other expenses related to litigation are expensed as incurred and included in general and administrative expenses in the consolidated statements of operations.

(n) Advertising Costs

Advertising costs are charged to operations when the advertising first takes place. The Group incurred advertising expense of $29,285 and $76,057 for the years ended June 30, 2018 and 2017, respectively, which is included in sales and marketing expense.

(o) Segment Data

The Group manages its operations as a single segment for the purposes of assessing performance and making operating decisions. The Group's chief operating decision maker allocates resources and assesses performance based upon financial information at the consolidated level. The Group's chief operating decision maker is the Chief Executive Officer. Since the Group operates in one operating segment, all required financial segment information can be found in the consolidated financial statements. All revenues are generated and all tangible assets are held in Australian dollars and converted to United States dollars for the purpose of this financial report.

(p) Recent Accounting Pronouncements

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers ('ASU 2014-09') and has subsequently issued a number of amendments to ASU 2014-09. ASU 2014-09, as amended, represents a comprehensive new revenue recognition model that requires a Group to recognize revenue to depict the transfer of promised goods or services to clients in an amount that reflects the consideration to which the Group expects to be entitled to receive in exchange for those goods or services. ASU 2014-09 sets forth a new five-step revenue recognition model which replaces the prior revenue recognition guidance in its entirety and is intended to eliminate numerous industry-specific pieces of revenue recognition guidance that have historically existed. For public companies, ASU 2014-09 is effective for annual reporting periods beginning after December 15, 2017 and interim reporting periods within that reporting period. Companies may use either a full retrospective or a modified retrospective approach to adopt ASU 2014-09. The Group will adopt ASU-2014-09 as of July 1, 2018 using the full retrospective method and continues to assess the impact of ASU 2014-09 on its results of operations, financial position, cash flows, and disclosures. The Group will finalize its calculation of the financial impact of the adoption of this accounting standard on its consolidated financial statements in the June accounts in 2019.

The Group analyzed substantially all of its contracts with customers to determine the impact of the adoption of ASU 2014-09 on the Group's consolidated financial statements and disclosures. While the Group is still analyzing the effect that ASU 2014-09 will have on its consolidated financial statements and related disclosures.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(p) Recent Accounting Pronouncements (Continued)

The adoption of this ASU will result in increased disclosure, including qualitative and quantitative disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers.

In July 2015, the FASB issued ASU 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory (“ASU 2015-11”), which simplifies the subsequent measurement of inventories by replacing the current lower of cost or market test with a lower of cost and net realizable value test. ASU 2015 -11 is effective for public business entities for fiscal years beginning after December 15, 2016, and interim periods within those fiscal years. The Group adopted ASU 2015-11 effective July 1, 2017. The adoption of this standard did not have any impact on the Group’s consolidated financial statements.

In September 2015, the FASB issued ASU No. 2015-16, Business Combinations (Topic 805): Simplifying the Accounting for Measurement-Period Adjustments (“ASU 2015-16”). The standard requires that adjustments made to provisional amounts recognized in a business combination be recorded in the period such adjustments are determined, rather than retrospectively adjusting previously reported amounts. ASU 2015 -16 is effective for fiscal years, and interim periods within those years, beginning after December 15, 2015. The Group adopted ASU 2015-16 for the year ended June 30, 2017. The adoption of this standard did not have a material impact on the Group’s consolidated financial statements.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842) (“ASU 2016-02”). The new standard establishes a right-of-use (“ROU”) model that requires a lessee to record a ROU asset and a lease liability on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. ASU 2016 -02 is effective for annual periods beginning after December 15, 2018, including interim periods within those annual periods, with early adoption permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Group is currently evaluating the potential impact of the adoption of this standard and anticipates that this standard will have a material impact on the Group’s consolidated financial statements, as all long term leases will be capitalized on the consolidated balance sheet.

In March 2016, the FASB issued ASU 2016-09, Compensation — Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting (“ASU 2016-09”). The amendments in this update simplify certain aspects related to how share-based payments are accounted for and presented in the financial statements. The new guidance requires excess tax benefits and tax deficiencies be recorded as an income tax benefit or expense in the statement of operations when the awards vest or are settled and as operating cash flows when realized. The excess tax benefits are recognized regardless of whether the benefit reduces income taxes payable in the current period. It also allows an employer to repurchase more of an employee’s shares than it can today for tax withholding purposes without triggering liability accounting and to make a policy election to account for forfeitures as they occur. ASU 2016 -09 is effective for fiscal years beginning after December 15, 2016, and interim periods within those fiscal years. The Group adopted ASU 2016-09 effective July 1, 2017. There was no impact of this standard on the Group’s consolidated financial report.

In August 2016, the FASB issued ASU No. 2016-15, Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments (“ASU 2016-15”). ASU 2016-15 provides new guidance to reduce diversity in practice in how certain transactions are classified in the statement of cash flows. ASU 2016 -15 is effective for financial statements issued for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years. The Group is currently evaluating the potential impact of ASU 2016 -15 on the Group’s consolidated financial statements.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(p) Recent Accounting Pronouncements (Continued)

In January 2017, the FASB issued Accounting Standards Update No. 2017-01, *Business Combinations* ("ASU 201701"). ASU 2017-01 provides guidance for evaluating whether a set of transferred assets and activities (the "set") should be accounted for as an acquisition of a business or group of assets. The guidance provides a screen to determine when a set does not qualify to be a business. When substantially all of the fair value of the gross assets acquired (or disposed of) is concentrated in an identifiable asset or a group of similar assets, the set is not a business. Also to be considered a business, the set would have to include an input and a substantive process that together significantly contribute to the ability to create outputs. ASU 2017-01 is effective for financial statements issued for fiscal years beginning after December 15, 2017. The adoption of ASU 2017 01 will not have a material effect on the Group's consolidated financial statements.

In January 2017, the FASB issued ASU No. 2017-04, *Intangibles — Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment* ("ASU 2017-04"). ASU 2017-04 simplifies the accounting for goodwill impairment by eliminating the requirement to calculate the implied fair value of goodwill to measure an impairment charge. Instead, entities will be required to record an impairment charge based on the excess of a reporting unit's carrying value over its fair value. ASU 2017-04 is effective for financial statements issued for fiscal years beginning after December 15, 2019. The adoption of ASU 2017 04 will not have a material effect on the Groups's consolidated financial statements.

In May 2017, the FASB issued ASU No. 2017-09, *Compensation — Stock Compensation (Topic 718): Scope of Modification Accounting* ("ASU 2017-09"). ASU 2017-09 amends the scope of modification accounting for share-based payment arrangements. The guidance requires modification accounting only if the fair value, vesting conditions, or the classification of the award (as equity or liability) changes as a result of a change in terms or conditions. ASU 2017-09 is effective for financial statements issued for fiscal years beginning after December 15, 2017. The adoption of ASU 2017 09 will not have a material effect on the Group's consolidated financial statements.

NOTE 3: NET LOSS PER SHARE

Basic net loss per share is computed by dividing net loss attributable to common stockholders by the weighted average number of shares of common stock of the Company outstanding during the period. The Company computed net loss per share of common stock using the treasury stock method for the years ended June 30, 2018 and 2017. Diluted net loss per share is computed dividing net loss attributable to common stockholders by the weighted average number of shares of common stock during the period plus the impact of dilutive securities, to the extent that they are not anti-dilutive. The following table presents the calculation of basic and diluted net loss per share for Company's common stock:

	Year Ended June 30, 2018	Year Ended June 30, 2017 Unaudited
Numerator:		
Net loss attributable to common stockholders	$ (1,362,569)	$ (1,117,473)
Denominator (basic):		
Weighted average shares of common stock outstanding, basic	15,783	14,925
Denominator (diluted):		
Weighted average shares of common stock outstanding, diluted	15,783	14,925
Net loss per share attributable to common stockholders, basic	$ (86.33)	$ (74.87)
Net loss per share attributable to common stockholders, diluted	$ (86.33)	$ (74.87)

NOTE 4: CASH

At June 30, 2018 and 2017, cash consisted of the following:

	June 30, 2018	June 30, 2017 Unaudited
Cash at bank	$ 229,695	$ 544,059

NOTE 5: OTHER CURRENT ASSETS

At June 30, 2018 and 2017, other current assets consisted of the following:

	June 30, 2018	June 30, 2017 Unaudited
R&D tax offset refund receivable	$ 211,975	$ 329,227
GST receivable	8,241	10,953
Related party receivable for common stock issued	184,775	—
Rental deposits	9,585	9,975
Total other current assets	$ 414,576	$ 350,155

NOTE 6: PROPERTY AND EQUIPMENT

At June 30, 2018 and 2017, property and equipment consisted of the following:

	Estimated useful life	June 30, 2018	June 30, 2017 Unaudited
Computer hardware and purchased software	3 years	$ 15,149	$ 25,432
Office furniture and equipment	5 years	18,857	25,613
		34,006	51,045
Less: accumulated depreciation		(34,006)	(48,515)
Property and equipment, net		$ —	$ 2,530

Depreciation and amortization expense on property and equipment for the years ended June 30, 2018 and 2017 were $2,864 and $16,261 respectively.

NOTE 7: ACCRUED EXPENSES AND OTHER LIABILITIES

At June 30, 2018 and 2017, accrued expenses and other liabilties consisted of the following:

	June 30, 2018	June 30, 2017 Unaudited
Employee related expenses	$ 14,794	$ 33,407
Accrued fringe benefits tax	16,166	—
Legal fees	—	7,528
Stock issue costs	—	99,996
Deferred revenue	76,930	6,624
Total accrued expenses and other liabilities	$ 107,890	$ 147,555

NOTE 8: EMPLOYEE BENEFIT PROVISIONS

At June 30, 2018 and 2017, employee benefit provisions consisted of the following:

	June 30, 2018	June 30, 2017 Unaudited
Annual leave	$ 26,864	$ 37,548

NOTE 9: COMMON STOCK

	June 30, 2018	June 30, 2017 Unaudited
17,123 (2017: 15,024) Common stock	$ 5,237,102	$ 4,084,327

Common Stock

	June 30, 2018		June 30, 2017	
	Shares	Amount	Shares Unaudited	Amount Unaudited
Opening stock	15,024	$ 4,084,327	12,000	$ 2,185,043
Stock issued, net of share issue costs:				
July 13, 2016	—	—	3,024	1,899,284
November 22, 2017	1,109	628,024	—	—
May 30, 2018	999	524,751	—	—
Closing stock	17,132	$ 5,237,102	15,024	$ 4,084,327

NOTE 10: INCOME TAXES

As of June 30, 2018, the Company had income tax net operating loss ("NOL") carryforwards of $1,599,010 which are available to reduce future taxable income.

We believe that it is more likely than not that the benefit from NOL carryforward will not be realized at this point in time. In recognistion of this risk, no deferred tax assets related to these NOL carryforwards have been accounted for.

NOTE 11: COMMITMENTS AND CONTINGENCIES

(a) Leases

The Group has entered into two operating leases for office space. One of the leases is a rolling annual agreement expiring in April 2019 with the other being a rolling monthly agreement requiring a one-month notice period. No additional occupancy taxes, rates or charges are payable in addition to the base rent payments.

Future minimum lease payments under operating leases as of June 30, 2018 are as follows:

	June 30, 2018
2019	$ 35,870
2020	—
2021	—
2022	—
2023	—
Thereafter	—
Total minimum lease payments	$ 35,870

Rent expense under these operating leases was $41,717 and $35,183 for the years ended June 30, 2018 and 2017 respectively.

(b) Legal Proceedings

The Company is not currently involved in any significant claims or legal actions that, in the opinion of management, will have a material adverse impact on the Company.

(c) Bonuses Paid on Sale of Business

The Company has set up two bonus structures in the event the business is acquired by a third party. These bonuses fall part of certain employee's employment contracts and are only valid for employees employed at the time of the acquisition. In addition, at the acquirer's discretion, these bonuses may be held for up to six months to ensure a smooth transition.

The true bonus structures are as follows:

(i) Senior Employee Loyalty Bonus "SELB"

The SELB aims to align critical, early employees with long-term value creation. The bonus entitles eligible employees to 0.5% of eventual net cleared value per common share of the Company in the event that a sale price of $1,985 per common share is achieved. At year-end only one employee is entitled to the SELB should the hurdle price be achieved.

NOTE 11: COMMITMENTS AND CONTINGENCIES (Continued)

(c) Bonuses Paid on Sale of Business (Continued)

(ii) Early Employee Loyalty Bonus "EELB"

The EELB aims to align non-critical, early employees with long-term value creation. The bonus is a one-time payment in the amount of the employee's annual base salary. The bonus is available to those on the program in the event of a successful exit which achieves a minimum sale price of $1,985 per common share. At year-end three employees are eligible for the bonus with the maximum amount payable being $211,580.

Management believes it is very unlikely that both programs with be realized in the next twelve months based on recent offers received to acquire all outstanding shares.

NOTE 12: RELATED PARTY TRANSACTIONS

At June 30, 2018 there was a related party receivable for stock issued during the year in the amount of $184,775 (2017: Nil).

Included in general and administrative expenses during the year ended June 30, 2018 were $20,699 (2017: $13,138) of consulting fees paid to a director related party.

There were no other related party transactions during year ended June 30, 2018 and 2017.

NOTE 13: SUBSEQUENT EVENTS

On October 1, 2018, the company issued a convertible note ("the note") with a principal amount of USD $1,000,000. The note bears simple interest on the outstanding principal amount at the rate of 10% per annum. The principal amount of the note and any unpaid accrued interest shall be due and payable on the twelve (12) month anniversary, subject to earlier repayment of the principal amount and any unpaid accrued interest as a result of a Change of Control event, or earlier conversion to equity securities as a result of a Qualified Financing event, as discussed below.

Conversion on Qualified Financing event

The principal amount and any unpaid accrued interest shall automatically convert into equity securities in the event the Company issues and sells its equity securities to investors in an equity financing while the note remains outstanding ("Qualified Financing"), at the conversion price of either:

(i) if more than 50% of the capital raised by the Company in the Qualified Financing comes from investors who do not have any affiliation with the current investors in the Company, the price paid per share for equity securities by the investors in the Qualified Financing; or

(ii) if 50% or less of the capital raised by the Company in the Qualified Financing comes from investors who do not have any affiliation with the current investors in the Company, the lesser of:

(a) the price paid per share for equity securities by the investors in the Qualified Financing, or
(B) the quotient resulting from dividing (1) USD $15,000,000 by (2) the number of outstanding ordinary shares of the Company immediately prior to the Qualified Financing.

Except as disclosed above, no other matter or circumstance has arisen since September 30, 2018 that has significantly affected or may significantly affect:

(a) the operations, in financial years subsequent to September 30, 2018, of the Group, or
(b) the results of those operations, or
(c) the state of affairs, in financial years subsequent to September 30, 2018, of the Group.

Exhibit 99.3

TABULA RASA HEALTHCARE, INC.
UNAUDITED PRO FORMA COMBINED FINANCIAL STATEMENTS

On January 2, 2019, DM Acquisition Pty Ltd ("Purchaser"), a proprietary company limited by shares organized under the Laws of Australia and wholly-owned subsidiary of Tabula Rasa HealthCare, Inc., a Delaware corporation ("TRHC" or the "Company"), completed the acquisition of all of the outstanding share capital and options to purchase share capital of DoseMe Holdings Pty Ltd, a proprietary company limited by shares organized under the Laws of Australia ("DoseMe"), from the shareholders and option holders of DoseMe ("Sellers"). The acquisition was made pursuant to a Share Purchase Deed (the "Purchase Agreement"), made and entered into as of November 30, 2018, by and among (a) TRHC, (b) Purchaser, (c) the Sellers and (d) Charles Cornish, solely in his capacity as the Seller Representative.

At the closing, pursuant to the terms of the Purchase Agreement, TRHC (i) paid the Sellers $10.0 million in cash consideration, subject to adjustments as set forth in the Purchase Agreement, and (ii) issued 149,053 shares of TRHC common stock. A portion of the cash consideration is being held in escrow to secure potential claims by TRHC for indemnification under the Purchase Agreement and in respect of adjustments to the purchase price.

In addition, the Sellers will also be eligible to earn additional consideration, payable one-half in cash consideration and one-half in shares of TRHC common stock, with an aggregate value of up to a total of $10.0 million (the "Contingent Consideration") based on the financial results of DoseMe as more fully described in the Purchase Agreement. Additionally, pursuant to the terms of the Purchase Agreement, the Contingent Consideration may be accelerated in certain instances.

The material terms of the Purchase Agreement were previously disclosed by the Company in the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission (the "SEC") on December 3, 2018 (the "Acquisition 8-K") and the foregoing is qualified in its entirety by reference to the Purchase Agreement, which is attached as Exhibit 2.1 to the Acquisition 8-K.

The following unaudited pro forma financial statements should be read in conjunction with the historical financial statements and accompanying notes of the Company included in the Quarterly Report on Form 10-Q as of and for the three and nine months ended September 30, 2018, filed with the SEC on November 8, 2018, the Annual Report on Form 10-K for the year ended December 31, 2017, filed with the SEC on March 14, 2018, the Acquisition 8-K, the Current Report on Form 8-K filed with the SEC on January 2, 2019 (the "Closing 8-K") as well as Amendment No. 1 to the Closing 8-K, the notes to the unaudited pro forma combined financial statements included in this Amendment No. 1 to the Closing 8-K, and the historical financial statements and related notes of DoseMe included as Exhibits to this Amendment No. 1 to the Closing 8-K.

DoseMe's audited financial statements and accompanying notes for the year ended June 30, 2018 and unaudited financial information for the three months ended September 30, 2018 are included as Exhibits 99.1 and 99.2 to this Amendment No. 1 to the Closing 8-K. The presentation of the unaudited pro forma balance sheet gives effect to the acquisition as if it had occurred on September 30, 2018, and includes items that are directly attributable to the acquisition and are factually supportable regardless of whether they have a continuing impact or are nonrecurring. The presentation of the unaudited pro forma statements of operations reflect the combined results of operations as if the acquisition had occurred on January 1, 2017, the beginning of the Company's 2017 fiscal year, and excludes items related to the acquisition that are nonrecurring and includes items that are directly attributable to the acquisition, expected to have a continuing impact, and are factually supportable.

The preliminary allocation of the purchase consideration presented in Note 2 and used to prepare the unaudited pro forma financial statements is based on a preliminary valuation of assets acquired and liabilities assumed. Accordingly, the purchase price allocation is considered preliminary and may materially change before final determination. The preliminary pro forma purchase price adjustments have been made solely for the purpose of providing the unaudited pro forma financial statements included herewith. A final determination of these fair values shall be based on the actual net tangible and intangible assets of DoseMe that exist as of the closing date of the transaction. In addition, the unaudited pro forma financial statements do not reflect the costs of any integration activities or benefits that may result from realization of future cost savings from operating efficiencies or revenue synergies expected to result from the acquisition. No assurance can be given with respect to the estimated revenue opportunities and operating cost savings that are expected to be realized as a result of the acquisition. The unaudited pro forma financial statements also do not reflect pro forma adjustments for non-recurring charges related to integration activities or exit costs that may be incurred by the Company or DoseMe in connection with the acquisition.

The unaudited pro forma financial statements are based on the estimates and assumptions set forth in the notes hereto. The unaudited pro forma financial statements are provided for informational purposes only and are not necessarily indicative of results that would have occurred had the acquisition been completed as of the dates indicated. In addition, the unaudited pro forma financial statements do not purport to be indicative of the future financial position or operating results of the combined operations. Transactions between the Company and DoseMe during the periods presented were eliminated in the unaudited pro forma financial statements.

TABULA RASA HEALTHCARE, INC.
UNAUDITED PRO FORMA COMBINED BALANCE SHEETS
SEPTEMBER 30, 2018
(In thousands, except share and per share amounts)

	Historical Tabula Rasa HealthCare, Inc.	DoseMe Acquisition	Proforma Adjustments (Note 4)	Proforma Tabula Rasa HealthCare, Inc.
Assets				
Current assets:				
Cash	$ 13,947	$ 357	$ (2,092)(a), (b)	$ 12,212
Accounts receivable, net	25,020	2	—	25,022
Inventories	3,613	—	—	3,613
Rebates receivable	242	—	—	242
Prepaid expenses	2,469	20	—	2,489
Other current assets	7,269	18	—	7,287
Total current assets	52,560	397	(2,092)	50,865
Property and equipment, net	11,025	—	—	11,025
Software development costs, net	6,861	—	—	6,861
Goodwill	90,919	—	21,120(c)	112,039
Intangible assets, net	68,677	—	7,540(d)	76,217
Deferred income tax assets	3,938	—	159(f)	4,097
Other assets	556	—	50(b)	606
Total assets	$ 234,536	$ 397	$ 26,777	$ 261,710
Liabilities and stockholders' equity				
Current liabilities:				
Current portion of long-term debt	$ 1,028	$ 15	$ —	$ 1,043
Acquisition-related contingent consideration	73,788	—	8,720(e)	82,508
Accounts payable	10,553	37	—	10,590
Accrued expenses and other liabilities	21,945	239	633(f)	22,817
Total current liabilities	107,314	291	9,353	116,958
Line of credit	26,500	—	8,500(b)	35,000
Long-term debt	340	—	—	340
Other long-term liabilities	2,785	—	—	2,785
Total liabilities	136,939	291	17,853	155,083
Stockholders' equity:				
Preferred stock, $0.0001 par value; 10,000,000 shares authorized; no shares issued and outstanding	—	—	—	—
Common stock, $0.0001 par value; 100,000,000 shares authorized, 20,512,499 issued and 20,356,559 shares outstanding, 20,661,552 issued pro forma and 20,505,612 shares outstanding pro forma	2	—	—	2
Additional paid-in capital	157,353	5,237	4,267(g)	166,857
Treasury stock, at cost; 155,940 shares	(3,825)	—	—	(3,825)
Accumulated other comprehensive income	—	27	(27)(h)	—
Accumulated deficit	(55,933)	(5,158)	4,684(i)	(56,407)
Total stockholders' equity	97,597	106	8,924	106,627
Total liabilities and stockholders' equity	$ 234,536	$ 397	$ 26,777	$ 261,710

See accompanying notes to unaudited pro forma financial statements.

TABULA RASA HEALTHCARE, INC.
UNAUDITED PRO FORMA COMBINED STATEMENTS OF OPERATIONS
AND COMPREHENSIVE LOSS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018
(In thousands, except share and per share amounts)

	Historical Tabula Rasa HealthCare, Inc.	DoseMe Acquisition	Pro forma Adjustments (Note 4)	Pro forma Tabula Rasa HealthCare, Inc.
Revenue:				
Product revenue	$ 82,603	$ —	$ —	$ 82,603
Service revenue	64,357	53	—	64,410
Total revenue	146,960	53	—	147,013
Cost of revenue, exclusive of depreciation and amortization shown below:				
Product cost	62,007	—	—	62,007
Service cost	37,125	95	—	37,220
Total cost of revenue	99,132	95	—	99,227
Operating expenses:				
Research and development	8,515	259	78(j)	8,852
Sales and marketing	6,985	204	25(j)	7,214
General and administrative	20,229	663	156(j), (k)	21,048
Change in fair value of acquisition-related contingent consideration expense	40,385	—	—	40,385
Depreciation and amortization	12,110	2	439(l)	12,551
Total operating expenses	88,224	1,128	698	90,050
Loss from operations	(40,396)	(1,170)	(698)	(42,264)
Other (income) expense:				
Interest expense, net	415	1	355(m)	771
Grant and other income	—	(289)	—	(289)
Total other (income) expense	415	(288)	355	482
Loss before income taxes	(40,811)	(882)	(1,053)	(42,746)
Income tax benefit	(4,107)	—	(489)(n)	(4,596)
Net loss	$ (36,704)	$ (882)	$ (564)	$ (38,150)
Net loss attributable to common stockholders:				
Basic	$ (36,704)			$ (38,150)
Diluted	$ (36,704)			$ (38,150)
Net loss per share attributable to common stockholders:				
Basic	$ (1.93)			$ (1.99)
Diluted	$ (1.93)			$ (1.99)
Weighted average common shares outstanding:				
Basic	18,989,334		149,053(o)	19,138,387
Diluted	18,989,334		149,053(o)	19,138,387
Comprehensive loss:				
Net loss	$ (36,704)			$ (38,150)
Foreign currency translation adjustment	—	(27)	27(p)	—
Comprehensive loss	$ (36,704)			$ (38,150)

See accompanying notes to unaudited pro forma financial statements.

TABULA RASA HEALTHCARE, INC.
UNAUDITED PRO FORMA COMBINED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2017
(In thousands, except share and per share amounts)

	Historical Tabula Rasa HealthCare, Inc.	DoseMe Acquisition	Pro forma Adjustments (Note 4)	Pro forma Tabula Rasa HealthCare, Inc.
Revenue:				
Product revenue	$ 95,238	$ —	$ —	$ 95,238
Service revenue	38,247	40	—	38,287
Total revenue	133,485	40	—	133,525
Cost of revenue, exclusive of depreciation and amortization shown below:				
Product cost	72,778	—	—	72,778
Service cost	20,877	141	—	21,018
Total cost of revenue	93,655	141	—	93,796
Operating expenses:				
Research and development	5,628	467	103(j)	6,198
Sales and marketing	5,542	78	33(j)	5,653
General and administrative	21,181	1,005	286(j)	22,472
Change in fair value of acquisition-related contingent consideration income	(6,173)	—	—	(6,173)
Depreciation and amortization	9,512	14	584(l)	10,110
Total operating expenses	35,690	1,564	1,006	38,260
Income (loss) from operations	4,140	(1,665)	(1,006)	1,469
Other (income) expense:				
Interest expense, net	688	—	474(m)	1,162
Grant and other income	—	(319)	—	(319)
Total other (income) expense	688	(319)	474	843
Income (loss) before income taxes	3,452	(1,346)	(1,480)	626
Income tax benefit	(9,339)	—	(714)(n)	(10,053)
Net income (loss)	$ 12,791	$ (1,346)	$ (766)	$ 10,679
Net income attributable to common stockholders:				
Basic	$ 12,791			$ 10,679
Diluted	$ 12,791			$ 10,679
Net income per share attributable to common stockholders:				
Basic	$ 0.76			$ 0.63
Diluted	$ 0.68			$ 0.56
Weighted average common shares outstanding:				
Basic	16,730,418		149,053(o)	16,879,471
Diluted	18,774,374		149,053(o)	18,923,427
Comprehensive income:				
Net income	$ 12,791			$ 10,679
Foreign currency translation adjustment	—	54	(54)(p)	—
Comprehensive income	$ 12,791			$ 10,679

See accompanying notes to unaudited pro forma financial statements.

TABULA RASA HEALTHCARE, INC.
NOTES TO UNAUDITED PRO FORMA COMBINED FINANCIAL STATEMENTS
(In thousands, except share and per share amounts)

Note 1. Basis of pro forma preparation

The unaudited pro forma combined financial statements are based on the historical consolidated financial statements of Tabula Rasa HealthCare, Inc. (the "Company") and the historical financial statements of DoseMe Holdings Pty Ltd, a proprietary company limited by shares organized under the Laws of Australia ("DoseMe"), after giving effect to the acquisition using the purchase method of accounting in accordance with Accounting Standards Codification ("ASC") Topic 805, *Business Combinations,* and applying the assumptions and adjustments described in the accompanying notes. The unaudited pro forma balance sheet is presented as if the acquisition had occurred on September 30, 2018. The unaudited pro forma statements of operations and comprehensive income (loss) for the year ended December 31, 2017 and nine months ended September 30, 2018 are presented as if the acquisition had occurred on January 1, 2017, the beginning of the Company's fiscal year.

Note 2. Accounting policies and reporting currencies

The historical financial information of DoseMe was prepared under accounting principles generally accepted in the United States and its books and records were maintained in Australian Dollars ("AUD"). For purposes of the unaudited pro forma financial statements, DoseMe's historical accounting records were remeasured in United States Dollars ("USD"). Such remeasurement from AUD to USD was calculated using the AUD to USD foreign currency exchange rates in effect as of and during the reported periods.

The following table presents the foreign currency exchange rates that were used to prepare these unaudited pro forma financial statements:

	AUD to USD Foreign Currency Exchange Rates
As of September 30, 2018	0.7224
For the nine months ended September 30, 2018	0.7519
For the year ended December 31, 2017	0.7507

Note 3. Total purchase consideration and preliminary purchase price allocation

On January 2, 2019, the Company completed the acquisition of all of the outstanding share capital and options to purchase share capital of DoseMe. DoseMe is the developer of DoseMeRx, an advanced precision dosing tool to help physicians and pharmacists accurately dose patients' high-risk parenteral medications based on individual needs. The acquisition was made pursuant to a Share Purchase Deed (the "Purchase Agreement"), made and entered into as of November 30, 2018. The consideration for the acquisition was comprised of (i) cash consideration of $10,000 paid at closing, subject to certain customary post-closing adjustments, (ii) the issuance of 149,053 shares of the Company's common stock and (iii) the potential for a contingent earn out payment of up to $10,000, to be paid 50% in cash and 50% in shares of the Company's common stock, based on the financial performance of DoseMe. The stock consideration issued at the closing of the acquisition had an acquisition-date fair value of $9,504 based on the closing trading price on December 31, 2018. A portion of the cash consideration paid at closing is being held in escrow to secure potential claims by the Company for indemnification under the Purchase Agreement and in respect of adjustments to the purchase price.

The total purchase price described above has been allocated to DoseMe's tangible and intangible assets acquired and liabilities assumed as of the acquisition date, based on their estimated relative fair values. The final allocation will be based upon valuations and other analysis for which there is currently insufficient information to make a definitive allocation. Accordingly, the purchase price allocation adjustments are preliminary and have been made solely for the purpose of providing unaudited pro forma combined financial statements. The final purchase price allocation will be determined after a complete and thorough analysis within one year after the closing date of the acquisition. As a result, the final acquisition accounting adjustments could differ materially from the pro forma adjustments presented herein. The following tables summarize the preliminary purchase price and the allocation to the assets acquired and liabilities assumed on the following preliminary basis:

(In thousands, except share and per share amounts)

Purchase Price Consideration		
Cash consideration at closing, net of post-closing adjustments	$	10,185
Stock consideration at closing		9,504
Estimated fair value of contingent consideration		8,720
Total fair value of acquisition consideration	$	28,409

		September 30, 2018
Purchase Price Allocation		
Accounts receivable	$	2
Prepaid expenses and other current assets		38
Trademarks		90
Developed technology		6,600
Client relationships		800
Non-competition agreements		50
Goodwill		21,120
Total identifiable assets	$	28,700
Accrued expenses and other liabilities	$	(37)
Trade accounts payable		(239)
Other long-term liabilities		(15)
Total purchase price, including contingent consideration of $8,720	$	28,409

The Company will make a Section 338(g) election under the Internal Revenue Code with respect to this acquisition, resulting in the acquisition of DoseMe being treated as an asset purchase for U.S. tax purposes. Therefore, no deferred tax liabilities are reflected related to the preliminary fair value pro forma adjustments.

Note 4. Pro forma adjustments

The pro forma adjustments are based on the Company’s preliminary estimates and assumptions that are subject to change including with respect to final purchase price and allocation thereof. Final adjustments could result in a materially different purchase price and/or allocations of the purchase price, which would affect the values assigned to tangible or intangible assets and the amount of depreciation and amortization expense recorded in the combined financial statements. The effect of any changes to the combined statements would depend on the final purchase price and the nature and amount of final purchase price allocations and could be material. The following adjustments have been reflected in the unaudited pro forma combined statements of operations:

Adjustments to the unaudited pro forma combined balance sheets

(a) Cash

Represents the cash consideration of $10,185 paid at closing, $357 of cash acquired from DoseMe and $50 of debt issuance costs paid as described in Note 4(b) below, which were offset by the borrowing of $8,500 as described in Note 4(m) below.

(b) Debt transaction

On December 31, 2018, in connection with the acquisition of DoseMe, the Company entered into a Loan and Security Modification Agreement (the “Amendment”) to the Company’s Amended and Restated Loan and

(In thousands, except share and per share amounts)

Security Agreement, dated September 6, 2017, which amended, among other things, the Company's revolving credit facility to increase its size from $40,000 to $60,000 (the "Credit Facility"). The Amendment also eliminated the Company's option to request an increase in the size of the Credit Facility of up to $10,000 upon the successful syndication of such additional amounts. The Company incurred debt issuance costs of $50 in connection with the Amendment. The pro forma adjustments reflect the funds that were drawn from the Credit Facility to finance the closing cash consideration payment related to the acquisition of DoseMe and the capitalization of the debt issuance costs incurred related to the Amendment.

(c) Goodwill

Reflects the preliminary estimate of goodwill, which represents the excess of the purchase price over the fair value of DoseMe's identifiable assets acquired and liabilities assumed as shown in Note 3.

(d) Acquired intangible assets

Represents the preliminary fair values of DoseMe intangible assets acquired. The acquired intangible assets and related amortization expense based on the preliminary estimate of fair values for the nine months ended September 30, 2018 and year ended December 31, 2017 is as follows:

	Weighted Average Amortization Period (in years)	Preliminary Fair Value	Amortization Expense September 30, 2018	Amortization Expense December 31, 2017
Trademarks	4.0	$ 90	$ 17	$ 23
Client relationships	10.0	800	60	80
Non-competition agreements	5.0	50	8	10
Developed technology	14.0	6,600	354	471
Total		$ 7,540	$ 439	$ 584

These estimated fair values and useful lives are considered preliminary and are subject to change based on final purchase price valuation amounts. Changes in fair value or useful life of the acquired intangible assets may be material. The fair values of the intangible assets were preliminarily estimated using income based approaches with the assistance of a third party appraiser. Specifically, the fair values of trademarks were estimated using the relief from royalty method. The Company derived the hypothetical royalty income from the projected revenues of DoseMe. The fair values of client relationships and developed technology were estimated using a multi period excess earnings method. To calculate fair value, the Company used cash flows discounted at a rate considered appropriate given the inherent risks. The fair value of the non-competition agreements was estimated using the discounted earnings method by estimating the potential loss of earnings absent the non-competition agreements, assuming the covenantor competes at different time periods during the life of the agreements.

The useful lives of the intangible assets were estimated based on the expected future economic benefit of the assets and are being amortized over the estimated useful life in proportion to the economic benefits consumed using the straight-line method.

(e) Contingent consideration

Represents the preliminary estimated fair value of the contingent purchase price consideration that may be payable pursuant to the terms of the Purchase Agreement. The Company, with the assistance of a third-party appraiser, utilized a Monte Carlo simulation to derive preliminary estimates of the contingent consideration payments that were then discounted back to a present value.

(f) Acquisition-related costs

Represents the accrual of acquisition-related costs and associated estimated income tax benefits incurred between September 30, 2018 and the acquisition date.

(g) Common stock

Pro forma adjustment includes the elimination of the historical net parent investment of DoseMe and the issuance of common stock as part of the closing consideration for the acquisition of DoseMe.

(h) Accumulated other comprehensive income

Pro forma adjustment includes the elimination of the historical accumulated other comprehensive income of DoseMe.

(i) Equity

Pro forma adjustment includes the elimination of the historical equity of DoseMe, an adjustment of $633 for acquisition-related expenses incurred between September 30, 2018 and the acquisition closing date, and the associated estimated income tax benefits of $159 for the acquisition-related expenses.

Adjustments to the unaudited pro forma combined statements of operations and comprehensive income (loss)

(j) Stock compensation expense

In connection with the acquisition, the Company granted equity awards to certain employees of DoseMe. The pro forma adjustments reflect estimated additional stock compensation expense of $317 and $422 for the nine months ended September 30, 2018 and the year ended December 31, 2017, respectively, related to equity awards granted to certain employees of DoseMe as of the acquisition date.

(k) Acquisition-related costs

The Company incurred $58 of acquisition costs primarily related to legal and advisory fees in the third quarter of 2018. These costs are reversed in the unaudited pro forma income statement as they represent non-recurring charges directly related to the acquisition of DoseMe.

(l) Amortization expense

Reflects the additional estimated amortization expense related to the acquired intangible assets discussed at Note 4(d) above.

(m) Interest expense

The pro forma adjustments include increased interest expense associated with the draw down of $8,500 on the Company's Credit Facility on December 31, 2018 to finance the closing cash payment of the DoseMe acquisition, with interest expense based on an interest rate of 5.58% as of the acquisition closing date.

(n) Provision for income taxes

Represents the tax effect of adjustments to income (loss) before income taxes at the estimated tax rates applicable to the jurisdictions in which the pro forma adjustments are expected to be recorded.

(o) Weighted average common shares outstanding

Reflects the adjustment to weighted average shares used in computing basic and diluted net income (loss) per share to account for the number of shares of the Company's common stock issued in connection with the closing stock consideration payment for the acquisition of DoseMe.

(p) Foreign currency translation adjustment

Reflects the adjustment to remove the historical comprehensive income and loss due to foreign currency translation adjustments.