

ASX Limited
20 Bridge Street, Sydney NSW 2000
Attention: Samantha Cheung, Listings Compliance, Sydney
By email: listingscompliancesydney@asx.com.au

28 July 2022

Laybuy Group Holdings Limited (ASX: LBY): ASX Price Query Ref 55713

Laybuy Group Holdings Limited (**Laybuy**) refers to your letter dated 27 July 2022 regarding the increase in trading price and volume Laybuy securities traded on 27 July 2022.

In response to your letter, Laybuy advises that:

- (1) No. Laybuy announced on 30 June 2022 that:
- the Board is exploring various strategic alternatives and capital raising options;
 - the work is progressing, and active discussions are underway with several parties and might result in a sale or partial sale of the business;
 - if these processes are ultimately unsuccessful, the Company will exit or restructure its UK operations and in the event of an exit decision, this is expected to be completed by 30 September; and
 - there will be a further update to the market on or before July 31.

The Board has continued to work on exploring these options and a further update will be provided to the market with Laybuy's Appendix 4C and quarterly activities update before the end of this week. Laybuy is not aware of any information concerning it that has not been announced to the market and which, if known by some in the market, could explain the recent trading in its securities.

- (2) Not applicable.
- (3) Laybuy notes the very material share price increases of other companies in the Buy Now Pay Later sector during the course of 27 July 2022, in particular Sezzle, Zip and Openpay. Laybuy believes that the recent trading in its securities may have been driven by the same factors that influenced the trading in some or all of those other securities. Laybuy is not aware of what those factors might be, but notes the report in yesterday's Australian Financial Review ("*Inflation report boosts shares, Zip, Sezzle rocket*") connecting share prices increases in the sector with the better-than-expected June quarter inflation report released at lunchtime yesterday.
- (4) Laybuy confirms that it is in compliance with the Listing Rules and, in particular, with Listing Rule 3.1.
- (5) Laybuy's responses to the questions in your letter, as set out above, have been authorised and approved by the Board of Directors of Laybuy.



Yours sincerely



Jonathan Swain
Company Secretary





27 July 2022

Reference: 55713

Mr Jonathan Swain
Company Secretary
Laybuy Group Holdings Limited
Level 1 B:HIVE 74 Taharoto Road Takapuna
Auckland NZ 0622

By email

Dear Mr Swain

Laybuy Group Holdings Limited ('LBY'): Price - Query

ASX refers to the following:

- A. The change in the price of LBY's securities from a low of \$0.043 to a high of \$0.069 today.
- B. The significant increase in the volume of LBY's securities traded today, 27 July 2022.

Request for information

In light of this, ASX asks LBY to respond separately to each of the following questions and requests for information:

1. Is LBY aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
2. If the answer to question 1 is "yes".
 - (a) Is LBY relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in LBY's securities would suggest to ASX that such information may have ceased to be confidential and therefore LBY may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is "yes", you need to contact us immediately to discuss the situation.
 - (b) Can an announcement be made immediately? Please note, if the answer to this question is "no", you need to contact us immediately to discuss requesting a trading halt (see below).
 - (c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is "no", is there any other explanation that LBY may have for the recent trading in its securities?
4. Please confirm that LBY is complying with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that LBY's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of LBY with delegated authority from the board to respond to ASX on disclosure matters.

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **9:30 AM AEST Thursday, 28 July 2022**. You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall

within the exceptions mentioned in Listing Rule 3.1A, LBY's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require LBY to request a trading halt immediately.

Your response should be sent to me by e-mail at **ListingsComplianceSydney@asx.com.au**. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Trading Halt

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in LBY's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in LBY's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to LBY's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure*: Listing Rules 3.1 – 3.1B. It should be noted that LBY's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Release of correspondence between ASX and entity

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Kind regards

Samantha Cheung
Adviser, Listings Compliance (Sydney)