



Level 2, 40 Gloucester Street
The Rocks NSW 2000, Australia

TZ Limited

ABN 26 073 979 272

www.tz.net

17 October 2024

Stuart Roberts
Listings Compliance (Sydney)
ASX Compliance Pty Limited
20 Bridge Street
Sydney NSW 2000

By email only: ListingsComplianceSydney@asx.com.au

Dear Stuart

RESPONSE TO PRICE QUERY

TZ Limited (ASX: **TZL**) (the **Company**) responds to the queries set out in your letter dated 17 October 2024 as follows:

1.

Other than information in respect of the Proposed Acquisition (defined below), the Company is not aware of any information which, if known by some in the market, could explain the recent trading in its securities.

The Company is in the final stages of negotiating a heads of agreement (**HOA**) in relation to the proposed acquisition of a complementary business (**Proposed Acquisition**).

As the Company is confident there has not been a loss of confidentiality, it regards the recent trading in its securities at the same time as it has been negotiating the HOA to be coincidental.

2.

- a. The Company has been relying on the exceptions in Listing Rule 3.1A not to disclose the matters the subject of the Proposed Acquisition.
- b. No. The Company has however requested a trading halt be applied to its securities pending the release of an announcement in relation to the Proposed Acquisition.
- c. The Company is unable to make an announcement in relation to the Proposed Acquisition as it has not yet signed the HOA. The Company expects to make an announcement in this regard before market open on Monday, 21 October 2024.

3. N/A.

4. TZ confirms that it is in compliance with the Listing Rules and, in particular, with Listing Rule 3.1.

5. TZ confirms that its responses as set out above have been authorised and approved by TZ Limited's Board of Directors.

Please contact me if you require any further information concerning this matter.

Yours sincerely,

Mathew Watkins
Company Secretary
TZ Limited

Think SMART. Think TZ.



17 October 2024

Reference: 101752

Mr Matthew Watkins
Company Secretary
TZ Limited
Level 2, 40 Gloucester St, The Rocks, NSW 2000

By email: Mathew.Watkins@vistra.com

Dear Mr Watkins

TZ Limited ('TZL'): Price - Query

ASX refers to the following:

- A. The change in the price of TZL's securities from a low of \$0.027 to a high of \$0.05, from 15 October 2024 to 17 October 2024.
- B. The significant increase in the volume of TZL's securities traded from 15 October 2024 to 17 October 2024.

Request for information

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

1. Is TZL 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 TZL relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in TZL's securities would suggest to ASX that such information may have ceased to be confidential and therefore TZL 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 TZL may have for the recent trading in its securities?
4. Please confirm that TZL is complying with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that TZL'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 TZL 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 **4:30 PM AEDT Thursday, 17 October 2024**. 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, TZL'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 TZL 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 TZL'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 TZL's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to TZL'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 TZL'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

ASX reserves the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Yours sincerely

ASX Compliance