



International Limited ACN 110 184 355

Level 2, 35 Outram St
West Perth 6005
Western Australia
ASX Code: TV2

ASX ANNOUNCEMENT

17 November 2017

Attn: Hayley Pratt
Australian Securities Exchange
Level 40 Central Park
152-158 St George's Terrace
Perth WA 6000

Dear Hayley

TV2U INTERNATIONAL LIMITED (THE 'COMPANY'): 'ASX AWARE QUERY'

We refer to your letter to the Company dated 16 November 2017 and respond to each of the following items below.

1. **Does TV2 consider the information that services had launched in Brazil to be information that a reasonable person would expect to have a material effect on the price or value of its securities?**

Yes

2. **If the answer to question 1 is "no", please advise the basis for that view.**

N/A

3. **When did TV2 first become aware of the information that services had launched in Brazil? In answering this question, please state the date and time TV2 first became aware.**

The Launch of the services in Brazil was commenced after the market closed on 15 November 2017 and was an ongoing process. The service was progressively opened up to consumers from approximately 6.00 pm Perth time on 15 November 2017. The company was continually reviewing the service from that point on. At approximately 6.30 am Perth time on 16 November 2017 the company confirmed the launch and proceeded to announce the results.

4. **If TV2 first became aware of the information that services had launched in Brazil before TV2 requested the Trading Halt, did TV2 make any announcement prior to that date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe TV2 was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps TV2 took to ensure that the information was released promptly and without delay.**

TV2U has made numerous announcements in regard to the Company's project in Brazil. Information on the launch of the service in Brazil on 15 November 2017 was not released to the market until the Company was satisfied that the service was up and running and was able to be accessed through the various consumer devices. Due to the 10-hour time difference between Brazil and Perth that information was not finalised until market opening time in Australia.

The results of the launch confirmed that it was spectacularly successful and as soon as the Company was satisfied that the launch was successful it announced the details to the market.

5. When did TV2 first become aware of the change in the price of its securities on Thursday, 16 November 2017?

Tv2U became aware of the change in price of its securities soon after the market opened and proceeded to make the announcement titled TV2U goes Live in Brazil.

6. Please explain why TV2 did not request a trading halt until it had received a price query from ASX. In answering this question, please comment specifically on the steps TV2 took to ensure that the information that services had launched in Brazil was released promptly and without delay.

The Company was in the process of making an announcement when the price query from the ASX was received. The information on the launch of the services in Brazil was being collated and assessed, and was then made available in the Announcement titled TV2U goes Live in Brazil.

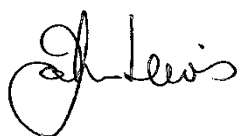
7. Please confirm that TV2 is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

I confirm TV2U is in compliance with the Listing Rules, in particular Listing Rule 3.1.

8. Please confirm that TV2's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of TV2 with delegated authority from the board to respond to ASX on disclosure matters

I confirm these responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of TV2 with delegated authority from the board to respond to ASX on disclosure matters.

For and on behalf of the Board



John Lewis
Director Company Secretary



16 November 2017

Mr John Lewis
Company Secretary
TV2U International Limited
Suite 4, Level 1
11 Ventnor Avenue
WEST PERTH WA 6005

By email: john@tv2.com

Dear Mr Lewis

TV2U International Limited ("TV2"): Aware Query

ASX Limited ("ASX") refers to the following:

- A. The change in the price of TV2's securities from a closing price of \$0.01 on Wednesday, 15 November 2017 to an intra-day high of \$0.019 prior to TV2 entering a trading halt on Thursday, 16 November 2017 and an increase in the volume of trading in TV2's securities on Thursday, 16 November 2017.
- B. The announcement entitled "Trading Halt" lodged on the ASX Market Announcements Platform and released at 10:51 am AEDT on Thursday, 16 November 2017 (the "Trading Halt"), requesting a trading halt pending an announcement by TV2 in relation to a price query from the ASX.
- C. TV2's announcement entitled "TV2 Goes Live in Brazil" lodged on the ASX Market Announcements Platform and released at 11:09 am AEDT on Thursday, 16 November 2017 disclosing among other things:

"TV2U, a global provider of OTT media services, today announces start of service and has launched in Brazil with SOL GO.

TV2U is pleased to announce the 'go-live' service of SOL GO in Brazil.

Phase One: The first phase of the commercial launch will be to take national FTA (free to air) channels to around 30,000 consumers on a 30-day free trial. This will consist of 62 live television channels and 45 radio stations.

Phase Two: After the 30-day FTA offering, full FTA and Premium local and international channel lineup will be offered on a subscription revenue model to a wider and expanding subscriber capacity in line with, but not restricted to the minimum monthly subscriber level of 250,000 within one year of operations (this is an increase in subscriber numbers as mentioned in announcement dated 1 June 2017)."

- D. The announcement entitled "Response to ASX Price Query" lodged on the ASX Market Announcements Platform and released at 11:53 am AEDT on Thursday, 16 November 2017.

E. Listing Rule 3.1, which requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.

F. The definition of "aware" in Chapter 19 of the Listing Rules, which states that:

"an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity"

and section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B* "When does an entity become aware of information".

G. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure, provided that each of the following are satisfied.

"3.1A Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:

3.1A.1 One or more of the following applies:

- *It would be a breach of a law to disclose the information;*
- *The information concerns an incomplete proposal or negotiation;*
- *The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- *The information is generated for the internal management purposes of the entity; or*
- *The information is a trade secret; and*

3.1A.2 The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and

3.1A.3 A reasonable person would not expect the information to be disclosed."

H. ASX's policy position on the concept of "confidentiality", which is detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:

"Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the listed entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it ceases to be confidential information for the purposes of this rule."

Having regard to the above, ASX asks TV2 to respond separately to each of the following questions and requests for information:

1. Does TV2 consider the information that services had launched in Brazil to be information that a reasonable person would expect to have a material effect on the price or value of its securities?

2. If the answer to question 1 is “no”, please advise the basis for that view.
3. When did TV2 first become aware of the information that services had launched in Brazil? In answering this question, please state the date and time TV2 first became aware.
4. If TV2 first became aware of the information that services had launched in Brazil before TV2 requested the Trading Halt, did TV2 make any announcement prior to that date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe TV2 was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps TV2 took to ensure that the information was released promptly and without delay.
5. When did TV2 first become aware of the change in the price of its securities on Thursday, 16 November 2017?
6. Please explain why TV2 did not request a trading halt until it had received a price query from ASX. In answering this question, please comment specifically on the steps TV2 took to ensure that the information that services had launched in Brazil was released promptly and without delay.
7. Please confirm that TV2 is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
8. Please confirm that TV2’s responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of TV2 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, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by not later than **6:30 am AWST on Monday, 20 November 2017**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in TV2’s securities under Listing Rule 17.3.

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, TV2’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.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail at Hayley.Pratt@asx.com.au and to tradinghaltspert@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.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to TV2’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 TV2’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.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in TV2'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 may 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*.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Hayley Pratt
Adviser, Listings Compliance (Perth)