
ASX
Attention Wade Baggott

Dear Sir

In response to your letter of 13 December

1 Gullewa was aware of the results on 30 November 2018.

2 The information is not considered price sensitive.

3 The reason is that there were no material items that would affect the price or value of the Gullewa. In the last three years virtually the same resolutions have been presented for voting at the Annual General Meeting.

4 The results were not lodged due to an oversight on the part of myself. The results were ready and tabulated but not lodged. .

5 Gullewa complies with all the Listing Rules including Continuous Disclosure.

6 This reply is authorised by the Board

Yours Sincerely
David Deitz
Director



13 December 2018

Mr David Deitz
Director
Gullewa Limited

By email: ddeitz@gullewa.com

Dear Mr Deitz

Gullewa Limited ('GUL'): Aware Query

ASX refers to the following:

- A. GUL's announcement entitled "Annual General Meeting" lodged on the ASX Market Announcements Platform and released at 5:00 PM on 13 December 2018 (the 'Announcement'), disclosing the results of voting on resolutions at GUL's annual general meeting held on 30 November 2018.
- B. Listing Rule 3.1, which requires a listed entity to immediately give ASX 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.
- C. 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."

- D. 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."

- E. 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.”

F. ASX Listing Rule 3.13 and 3.13.2 which state:

“3.13 An entity must tell ASX the following information.”

“3.13.2 The outcome in respect of each resolution to be put to a meeting of +security holders. The entity must do so immediately after the meeting has been held. If the meeting is adjourned, the entity must tell ASX of the adjournment and the outcome in respect of each resolution dealt with before the adjournment.”

Request for Information

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

1. Does GUL consider the information contained within the Announcement 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 GUL first become aware of the information?
4. If GUL first became aware of the information before the Announcement was given to ASX, did GUL make any announcement prior to the relevant 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 GUL was obliged to release the information under Listing Rules 3.1, 3.1A, 3.13 and 3.13.2 and what steps GUL took to ensure that the information was released promptly and without delay.
5. Please confirm that GUL is complying with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that GUL’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 GUL 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 **5:00 PM AEDT Tuesday, 18 December 2018**.

If we do not have your response by then, ASX will have no choice but to consider suspending trading in GUL’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, GUL’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 ListingsCompliancePerth@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

Listing Rule 3.1 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. Exceptions to this requirement are set out in Listing Rule 3.1A. In responding to this letter, you should have regard to GUL'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 GUL'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 GUL'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 GUL's securities under Listing Rule 17.3.

Enquiries

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

Regards

Wade Baggott
Principal Adviser, Listings Compliance (Perth)