

Notice reference number: 0282.16.03

Notice date: 18/03/2016

What's this about?

Effective date: 21/03/2016

<input checked="" type="radio"/> ASX Trade	<input type="radio"/> ASX 24	<input type="radio"/> ASX TECH
<input type="radio"/> Trading	<input checked="" type="radio"/> Clearing	<input checked="" type="radio"/> Settlement
<input type="radio"/> Operations	<input type="radio"/> Technology	<input checked="" type="radio"/> Market Data
<input type="radio"/> ALC	<input type="radio"/> ASX NET	<input checked="" type="radio"/> Rules
<input checked="" type="radio"/> Compliance	<input checked="" type="radio"/> Risk	<input type="radio"/> Other

BuildingIQ, Inc. ("BIQ") - ASX Settlement Operating Rule 5.18.2 inclusion of CHESS Depository Interests of BuildingIQ, Inc. ("CDIs") as Foreign Ownership Restricted "FOR" Financial Products ("Financial Products").

This Notice contains important information that should be read carefully by Participants and deals expressly with the Financial Products of BIQ and restrictions attaching to its Financial Products.

The following class of Financial Products has been included in Schedule 1 of the ASX Settlement Operating Rules as an FOR Financial Product effective Monday, 21 March 2016.

<i>Issuer</i>	<i>Financial Product</i>	<i>ASX Code</i>
BuildingIQ, Inc.	CHESS Depository Interests	BIQ

What do I need to do and by when?

BIQ's CDIs are being offered and will be traded on the ASX market in reliance on the safe harbour provisions of Regulation S under the US Securities Act of 1933, as amended, and in accordance with the procedures established pursuant to the provisions of the no-action letter dated 7 January 2000 given to ASX by the staff of the United States Securities and Exchange Commission ("SEC") in respect of offerings on the ASX market. That relief was given subject to compliance with certain procedures described in the no-action letter. These procedures include application of the status of FOR Financial Products to BIQ CDIs under the ASX Settlement Operating Rules.

In order to ensure that foreign ownership restrictions can be monitored and that US Persons do not acquire or hold BIQ's CDIs, ASX Settlement has agreed:

- (a) to classify BIQ's CDIs as FOR Financial Products under the ASX Settlement Operating Rules and to include BIQ's CDIs in Schedule 1 of the ASX Settlement Operating Rules Procedures; and
- (b) to implement certain additional procedures as contemplated in Guidance Note 7 of the ASX Listing Rules (US Entities – Regulation S Offerings on ASX) in relation to BIQ's CDIs.

The following conditions apply to BIQ CDIs as FOR Financial Products:

Foreign Person

A "Foreign Person" is a "U.S. Person" as that term is defined in the attachment to this Notice.

Level of Foreign Ownership

The relevant Foreign Person ownership level is zero.

This means that no U.S. Person, as that term is defined, may purchase BIQ CDIs.

BIQ, as Issuer of the Financial Products, has agreed to be bound by the additional obligations of an Issuer of FOR Financial Products under Rule 5.18 of the ASX Settlement Operating Rules.

Where the holder is currently designated as "F", and wishes to hold BIQ CDIs, but is not a U.S. Person, a new holder record should be established for that holder designated as "D" for the purposes of holding BIQ CDIs.

Where a holder is currently designated as "F" or "M", and is a U.S. Person, that person cannot acquire BIQ CDIs.

Participants should liaise with clients intending to hold BIQ's Financial Products and make all necessary enquiries to ensure that those clients are not U.S. Persons, and that those clients that are U.S. Persons are made aware that they cannot acquire BIQ CDIs. Failure to do so may result in client loss. Similarly, Participants may be liable for any failure to establish a new Holder Record designated as "D" or effect a change of residency indicator where it is necessary.

Foreign and Mixed Holdings

BIQ's Financial Products cannot be acquired or held by a U.S. Person in holdings designated as "F" or "M" under any circumstances, as they may be subject to divestment action by BIQ as set out under the ASX Settlement Operating Rules. **[Click here for more information and definitions.](#)**

[Need more information?](#)

Issued by

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Disclaimer