

20 June 2016

ASX Limited  
Level 40, Central Park  
152-158 St George's Terrace  
PERTH WA 6000  
Attn: Mr Chris Bailey

by email: [tradinghaltspert@asx.com.au](mailto:tradinghaltspert@asx.com.au)

Dear Mr Bailey,

## PRICE AND VOLUME QUERY

We acknowledge receipt of ASX's letter dated 20 June 2016 regarding a change in the price of the Company's shares from \$0.011 closing price on Friday, 17 June 2016 to an intra-day high of \$0.019 on Monday, 20 June 2016, and increased trading volumes (**ASX's Letter**).

In response to each of your questions, we advise as follows:

1. The Company is not 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. Not applicable.
3. The Company acknowledges that the price increase was from a low of \$0.011 to an intraday high of \$0.019 but notes that Newzulu recently completed the second and third tranches of the \$5 million placement (**Placement**) which was originally announced on 20 April 2016. The Company considers that the increase in price and trading volume are a result of a combination of factors, including:
  - The Placement was supported by strategic investor Seven West Media and financial cornerstone Thorney Investment Group and its associates (**Cornerstone Investors**). The Cornerstone Investors subscribed for approximately \$3.69 million of shares under the Placement (**Cornerstone Investor Placement**).

- The Company settled the remaining \$3.91 million of the \$5 million Placement on 14 June 2016 having received shareholder approval at the EGM held on 8 June 2016. The issue price of the Placement is \$0.01 per share, representing a 56.5% discount to the last closing price of \$0.023 prior to the ASX release of 20 April 2016.
  - Seven West Media and its associates have filed notices of initial substantial shareholding on 16 and 17 June 2016 confirming their interest in Newzulu following their subscription under the Cornerstone Investor Placement.
  - The Company is currently undertaking a fully underwritten non-renounceable entitlement issue to raise a further \$2 million (**Entitlement Issue**) to supplement the Placement and further strengthen Newzulu's balance sheet to deliver on its strategic goals. The Entitlement Issue offers eligible shareholders the opportunity to subscribe for shares in the Company at the same price as investors in the Placement (being \$0.01). The closing date for the Entitlement Issue is 22 June 2016 and the record date for determining entitlements was 25 May 2016.
  - The funding from the Placement and Entitlement Issue is expected to cover the Company's funding requirements for the foreseeable future.
  - The capital raising places Newzulu in an exciting position to collaborate with Seven West Media on crowd-sourced content initiatives across Seven West Media's traditional publishing and broadcasting businesses.
4. The Company confirms that, to its best knowledge and belief, it is in compliance with ASX Listing Rules and in particular, Listing Rule 3.1.

Yours sincerely,

**NEWZULU LIMITED**



Karen Logan  
Company Secretary  
E: [karen@newzulu.com](mailto:karen@newzulu.com)



20 June 2016

Ms Karen Logan  
C/- Themis Corporate  
Level 1, 1139 Hay Street  
West Perth WA 6005

**By Email**

Dear Ms Logan

**NEWZULU LIMITED ("ENTITY"): ASX PRICE QUERY**

We note a change in the price of the Entity's securities from a closing price of \$0.011 on Friday 17 June 2016 to an intra-day high of \$0.019 at the time of writing today, Monday 20 June 2016.

We also note an increase in the trading volume of the Entity's securities today to a level that is significantly above the average trading volume on days when the Entity's securities are traded.

In light of the price and volume increase, ASX asks you to respond separately to each of the following questions.

1. Is the Entity 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 the Entity relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in the Entity's securities would suggest to ASX that such information may have ceased to be confidential and therefore the Entity 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 the Entity may have for the recent trading in its securities?
4. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

#### **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 **10:45 am AWST today, Monday 20 June 2016**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in the Entity’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, the Entity’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 [tradinghaltspert@asx.com.au](mailto: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 rule 3.1**

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.

The obligation of the Entity to disclose information under Listing Rules 3.1 and 3.1A is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

In responding to this letter, you should have regard to the Entity’s obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

#### **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 the Entity’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*.

Please contact me immediately if you have any queries or concerns about any of the above.

Yours sincerely

*[sent electronically without signature]*

Chris Bailey  
**ASX Listings Compliance (Perth)**