

Neurotech

17 February 2020

Anjuli Sinniah
Senior Adviser, Listings Compliance (Perth)
ASX Limited
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

By email: listingscomplianceperth@asx.com.au

Dear Ms Sinniah,

NEUROTECH INTERNATIONAL LTD (ASX:NTI) – RESPONSE TO ASX APPENDIX 4C QUERY

We refer to ASX's query dated 13 February 2020 in relation to the Company's Appendix 4C Quarterly Report for the period ended 31 December 2020, and respond as follows:

1. Does NTI expect that it will continue to have negative operating cash flows for the time being and, if not, why not?

The Company anticipates that, absent of new revenue-generating commercial agreements, it will continue to have negative operating cash flows for the time being.

2. Has NTI taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

The directors are confident of the Company's ability to continue as a going concern for the following reasons;

1. At the 2019 AGM shareholders approved the issue of a further \$300,000 in convertible notes which have yet to be drawn, and whilst those approvals will soon expire the relationship with the relevant capital raising firm remains and the directors are confident the Company will be able to identify investors to subscribe for notes on materially similar terms should that be pursued;
2. The Company has engaged HYPERION Life Sciences Ltd, a corporate development and licensing advisory specialist focussed on Europe and the emerging markets, to seek investment in the Mente project at either the project or parent level;
3. The Company has made applications to Malta Enterprise for funding to pursue the growth of Mente; and
4. The directors remain confident that there will be demand from the investment community for additional capital for the Company, should the Company need to raise further funds from the investment community to continue its operations.

3. Does NTI expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Yes – see above.

4. Please confirm that NTI is complying with Listing Rule 3.1 and that there is no information that should be given to the ASX about its financial condition under that rule that has not already been released to the market.

Neurotech International Ltd

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Neurotech

Confirmed.

5. Please confirm that NTI'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 UUV with delegated authority from the board to respond to ASX on disclosure matters.

Confirmed.

Yours sincerely,



ERLYN DALE

Company Secretary

Neurotech International Limited



13 February 2020

Reference: ODIN13472

Ms Eryln Dale
Company Secretary
Neurotech International Limited

By email:

Dear Ms Dale

Neurotech International Limited ('NTI'): Appendix 4C Query

ASX refers to NTI's Appendix 4C quarterly report for the period ended 31 December 2019 lodged with the ASX Market Announcements Platform and released on 3 February 2020 (the 'Appendix 4C').

ASX notes that NTI has reported:

- negative net operating cash flows for the quarter of \$188,000;
- cash at the end of the quarter of \$186,000; and
- estimated cash outflows for the next quarter of \$239,000.

It is possible to conclude, based on the information in the Appendix 4C, that if NTI were to continue to expend cash at the rate indicated by the Appendix 4C, NTI may not have sufficient cash to continue funding its operations.

Request for Information

In view of that, ASX asks NTI to answer separately each of the following questions and provide the following confirmations in a format suitable for release to the market under Listing Rule 18.7A:

1. Does NTI expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has NTI taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?
3. Does NTI expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please confirm that NTI is complying with Listing Rule 3.1 and that there is no information that should be given to ASX about its financial condition under that rule that has not already been released to the market.
5. Please confirm that NTI'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 NTI with delegated authority from the board to respond to ASX on disclosure matters.

Please also provide any other information that NTI considers may be relevant to ASX forming an opinion on whether NTI is complying with Listing Rule 12.2 that a listed entity's financial condition must, in ASX's opinion, be adequate to warrant the continued quotation of its securities and its continued listing.

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 **3 PM AWST Tuesday, 18 February 2020**.

If we do not have your response by then, ASX will have no choice but to consider suspending trading in NTI'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, NTI'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 Rule 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 NTI'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 NTI'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 NTI's securities under Listing Rule 17.1. If you wish to request 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*.

Enquiries

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

Regards

Anjuli Sinniah
Senior Adviser, Listings Compliance (Perth)