

11 May 2017

Mr Dale Allen  
Australian Securities Exchange

Dear Dale,

**RE: Appendix 4C Query**

We refer to your letter dated 8 May 2017 in relation to the above and provide the following responses to your questions:

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

Yes

2. Has IVQ 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? Please comment specifically on the 'Going Concern' note to IVQ's 31 December 2016 Half Year Financial Statements, which stated the following:

"The Group is in the process of a capital raising. As at 31 December 2016, the Group has raised \$250,000 and is forecasting a further \$750,000 to be raised in the next few months."

IVQ has been in discussions with sophisticated investors regarding private placements of securities. As disclosed in the half year report, the company has secured funding of \$250,000. Subsequently, the Company has secured a further \$50,000. The company has been in discussion with investors on securing approximately a further \$700,000 by way of placement, and expects completion of the placement by end of the month.

The Directors consider that the note to IVQ's 31 December half Year Financial Statements referred to above remains correct.

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

Yes, IVQ expects to be able to continue its operations and to meet its business objectives on the basis that it expects to raise additional funds by the end of this month, as outlined above. In addition, as IVQ's products gain recognition, more revenue will be generated to cover outgoings.

4. Please confirm that IVQ is in compliance with Listing Rule 3.1 and that there is no information that should be given to ASX about its financial condition in accordance with that Rule that has not already been released to the market.

IVQ confirms that it is in compliance with Listing Rule 3.1 and that there is no information that should be given to ASX about its financial condition in accordance with that Rule that has not already been released to the market.

Thank you.

Yours faithfully,

Steven Fang  
CEO

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8 May 2017

Mr Chow Yee Koh  
Company Secretary  
Invitrocue Limited  
Level 2  
350 Kent Street  
Sydney NSW 2000

By email: cy2koh@hotmail.com

Dear Mr Yee Koh

**Invitrocue Limited (“IVQ”): Appendix 4C Query**

I refer to IVQ’s Appendix 4C quarterly report for the period ended 31 March 2017 lodged with ASX Market Announcements Platform and released on 28 April 2017 (the “Appendix 4C”).

ASX notes that IVQ has reported:

- negative net operating cash flows for the quarter of \$354,000;
- cash at the end of the quarter of \$567,000; and
- estimated cash outflows for the next quarter of \$600,000.

It is possible to conclude, based on the information in the Appendix 4C, that if IVQ were to continue to expend cash at the rate indicated by the Appendix 4C, IVQ may not have sufficient cash to continue funding its operations. In view of that, ASX asks IVQ to answer separately each of the following questions and provide the following confirmations in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Does IVQ expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has IVQ 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? Please comment specifically on the ‘Going Concern’ note to IVQ’s 31 December 2016 Half Year Financial Statements, which stated the following:  
  
*“The Group is in the process of a capital raising. As at 31 December 2016, the Group has raised \$250,000 and is forecasting a further \$750,000 to be raised in the next few months.”*
3. Does IVQ expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please confirm that IVQ is in compliance with Listing Rule 3.1 and that there is no information that should be given to ASX about its financial condition in accordance with that Rule that has not already been released to the market.

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

Please also provide any other information that IVQ considers may be relevant to ASX forming an opinion on whether IVQ is in compliance with Listing Rule 12.2 (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, 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 **4:00 pm AWST on 11 May 2017**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in IVQ'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, IVQ'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 [dale.allen@asx.com.au](mailto:dale.allen@asx.com.au) and to [tradinghaltsperth@asx.com.au](mailto:tradinghaltsperth@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.

In responding to this letter, you should have regard to IVQ'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 IVQ'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 IVQ'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]*

Dale Allen

**Senior Adviser, Listings Compliance Perth**

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