

16 April 2018

Nick Harrison
Graduate, Listings Compliance
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Nick

RESAPP HEALTH LIMITED (“RAP”) – ASX AWARE QUERY

We refer to your letter dated 11 April 2018 and provide the following responses to your questions.

1. **Does RAP consider the information contained in the Screening Test Announcement, in particular the preliminary results of the clinical proof-of-concept studies (“Result Information”), to be information that a reasonable person would expect to have a material effect on the price or value of its securities?**

Yes

2. **If the answer to question 1 is “no”, please advise the basis for that view.**

Not applicable

3. **When did RAP first become aware of the Result Information?**

RAP first became aware of the Result Information at 11.31pm AEST on Monday 9 April 2018. Prior to this time, the status of the proof-of-concept Screening Test was insufficiently definite to warrant disclosure, under analysis for internal management purposes and confidential.

4. **If the answer to question 1 is “yes” and RAP first became aware of the Result Information before requesting the Trading Halt, did RAP make any announcement prior to that time which disclosed the Result 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 RAP was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps RAP took to ensure that the information was released promptly and without delay.**

Not applicable

5. **Please confirm that RAP is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.**

RAP confirms it is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

6. **Please confirm that RAP’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 RAP with delegated authority from the board to respond to ASX on disclosure matters.**

RAP confirms that the responses to the above questions have been approved by the Board.

Yours faithfully



Nicki Farley
Company Secretary



11 April 2018

Ms Nicki Farley
Company Secretary
ResApp Health Limited
Level 24, 44 St George's Terrace
PERTH WA 6000

By email: nicki@tridentms.com.au

Dear Ms Farley

ResApp Health Limited ("RAP"): aware query

ASX Limited ("ASX") refers to the following:

- A. Trading in RAP's securities from a closing price of \$0.12 on 3 April 2018 to an intra-day high of \$0.18 on 9 April 2018 prior to the Company's securities being placed in a trading halt on 9 April 2018, on higher than usual volumes.
- B. RAP's securities being placed in Pre-NR session state at 10:19 AEST on 9 April 2018 following the Company's request for a trading halt ("Trading Halt").
- C. The announcement titled "Trading Halt" lodged on the ASX Market Announcements Platform and released at 10:50 AEST on 9 April 2018.
- D. ASX's price query letter dated 9 April 2018 ("ASX Price Query") and RAP's response dated 10 April 2018 released on the ASX Market Announcements Platform at 10.06 am AEST on Tuesday 10 April 2018. In that letter RAP responded to ASX questions 1 and 2 as follows.

ASX Question 1: Is RAP 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?

RAP Answer: Yes, the Company is aware of information relating to its Clinical Studies ("Information") that has not been announced to the market that, if known by some in the market, could explain the recent trading in its securities. The Company also notes that it is presenting at the TechKnow Invest Conference starting today in Sydney and in Melbourne on Thursday which has historically generated keen interest in the Company.

ASX Question 2(a): If the answer to question 1 is "yes": is RAP relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

RAP Answer: Yes, the Company was relying on Listing Rule 3.1A not to announce the Information under Listing Rule 3.1.

ASX Question 2(b): If the answer to question 1 is "yes": can an announcement be made immediately?

RAP Answer: *Yes, the announcement regarding the Information has been released to the market on 10 April 2018.*

ASX Question 2(c): *If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?*

RAP Answer: *Not applicable.*

- E. RAP's announcement entitled "ResApp Develops Obstructive Sleep Apnoea Screening Test" lodged on the ASX Market Announcements Platform and released at 9:59 am AEST on Tuesday, 10 April 2018 (the "Screening Test Announcement"), disclosing that RAP is conducting clinical proof-of-concept studies in obstructive sleep apnoea and has received excellent preliminary results.
- F. Listing Rule 3.1, which 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.
- G. 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",

Additionally, you should refer to section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information"*.

- H. 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.*"

- I. 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."

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

1. Does RAP consider the information contained in the Screening Test Announcement, in particular the preliminary results of the clinical proof-of-concept studies ("Result Information"), 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 RAP first become aware of the Result Information? In answering this question, please specify the date and time that RAP first became aware of this information.
4. If the answer to question 1 is "yes" and RAP first became aware of the Result Information before requesting the Trading Halt, did RAP make any announcement prior to that time which disclosed the Result 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 RAP was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps RAP took to ensure that the information was released promptly and without delay.
5. Please confirm that RAP is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that RAP'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 RAP 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, 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 half an hour before the start of trading (**i.e. before 9.30 am AEST on Monday, 16 April 2018 (7:30 am AWST)**).

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, RAP'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 and may require RAP to request a trading halt immediately.

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 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*.

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. 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

In responding to this letter, you should have regard to RAP'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 RAP'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.

Suspension

If you are unable to respond to this letter by the time specified above ASX will likely suspend trading in RAP's securities under Listing Rule 17.3.

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

Yours sincerely

[Sent electronically without signature]

Nick Harrison
Listings Compliance