



233 Post St. 4th Floor
San Francisco, CA 94108
USA

ASX Code: 1PG

9 May 2016

Frieda Orr
Adviser, Listings Compliance (Perth)
Level 40, Central Park
152 – 158 St George's Terrace
Perth WA 6000

Dear Frieda,

RESPONSE TO ASX AWARE LETTER

I refer to your letter dated 5th May 2016 and as requested please find below the Company's response to the questions from the ASX, using the terms defined in the ASX letter:

1. Yes
2. N/A
3. The Company first become aware of the different accounting recognition whilst finalising its annual report with the auditors late on Friday 29 April 2016 after the market had closed.
4. The increase in the loss was due to the expensing of share based payments in relation to the acquisition of Marianas Labs and additional valuation of options and rights to senior executives. The Company had previously capitalised the costs to intangibles assets in relation to the Mariana Labs acquisition. The company discussed this differing accounting treatment late on 29th April 2016, after the market had closed. The company did not finalise its annual report and receive audit clearance and board sign off until late on Saturday 30 April 2016. The

Company released the annual report before the open of the market on Monday 2 May 2016. The Company included a movement summary on page 78 of the annual report which explains the material movements from the release of the unaudited preliminary results to the final audited results. Based on the above information the Company released the information as soon as practicable after the time referred in point 3.

5. The Company confirms that it is in compliance with the Listing Rules and, in particular, Listing Rule 3.1

Listing Rule 4.10.19

The Directors of 1-Page Limited confirm in accordance with ASX Listing Rule 4.10.19 that during the period from reinstatement to quotation and 31 January 2016, the Company has used its cash, and assets that are readily convertible to cash, in a way consistent with its business objectives. However, it is noted that during the financial year, the Company had raised a further \$59.6m to accelerate its business objectives.

Yours faithfully,



**SCOTT MISON
DIRECTOR / COMPANY SECRETARY
1-PAGE LIMITED**



5 May 2016

Mr Scott Mison
1-Page Limited
Level 2, 23 Barrack Street
PERTH WA 6000

By Email: scott@jupiterenergy.com

Dear Mr Mison

1-PAGE LIMITED (THE “COMPANY”): ASX AWARE QUERY

ASX Limited (“ASX”) refers to the following:

1. The Company’s Preliminary Final Report for the period 1 February 2015 to 31 January 2016 (“Financial Year”), released to the market on 31 March 2016 (“Preliminary Final Report”), which states that the Company made a loss of \$14,336,409 for the Financial Year.
2. The Company’s Annual Report for the Financial Year, released to the market on 2 May 2016 (“Annual Report”), which states that the Company made a loss of \$19,035,394 for the Financial Year (“Annual Loss”).
3. Page 78 of the Annual Report which states that “The main movements between the unaudited preliminary result and the audited results is the increase in share based payments expense which includes employees from the Marianas Labs acquisition.”
4. Listing Rule 3.1, which requires a listed Company 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 Company’s securities.
5. The definition of “aware” in Chapter 19 of the Listing Rules. This definition 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”*.

6. 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 requirements 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.

7. 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* "Listing Rule 3.1A.2 – the requirement for information to be confidential". 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, we ask that you answer the following questions in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Does the Company consider the change in the Company's loss from that disclosed in the Preliminary Final Report to the Annual Loss ("Increased Loss") 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. If the answer to question 1 is "yes", when did the Company first become aware of the Increased Loss?
4. If the answer to question 1 is "yes" and the Company first became aware of the Increased Loss (or part thereof) before Monday, 2 May 2016, did the Company make any announcement prior to the relevant date which disclosed the Information? If so, please provide details. If not, please explain why the Increased Loss was not released to the market at an earlier time, commenting specifically on when you believe the Company was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps the Company took to ensure that the information was released promptly and without delay.
5. Please confirm that the Company 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 half an hour before the start of trading (ie before 9.30 a.m. AEDT) on **Tuesday, 10 May 2016**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in the Company'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 Company'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 frieda.orr@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 Company 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 Company's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

The obligation of the Company 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 Company'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, you should discuss with us whether it is appropriate to request a trading halt in the Company'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*.

Listing Rule 4.10.19

ASX notes that the Annual Report does not appear to contain the disclosure required by Listing Rule 4.10.19. In your response to this letter, please confirm if the Company, since being reinstated to the official list of ASX on 15 October 2014, has used its cash and assets in a form readily convertible to cash in a way consistent with the Company's business objectives disclosed in the prospectus dated 29 August 2014. If the use was not consistent, please provide an explanation of how the cash and assets were used.

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

Yours sincerely

[Sent electronically without signature]

Frieda Orr
Adviser, Listings Compliance (Perth)