



LiveTiles Limited (ASX: LVT)
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livetiles.nyc

9 February 2018

Mr George Tharian
ASX Compliance Pty Ltd
20 Bridge Street
Sydney NSW 2000

By email: George.Tharian@asx.com.au

Dear Sir

LiveTiles Limited (“LVT or the Company”): Appendix 4C Query

We refer to your letter dated 6 February 2018. Adopting the numbering contained therein we respond as follows:

1. Yes it does.
2. The Board of the Company has a number of options available to it to fund its ongoing operations. Those options include undertaking a capital raising, reducing expenditure and increasing revenue. In addition to the reported cash-flows in the recent Appendix 4C, the Company has received \$2.1m in government grant funding in January 2018.
3. Yes it does, LVT is increasing its revenue and expects to continue to do so in the short term. As noted in the response to 2 above the Board can also reduce expenditure and/or undertake a capital raising. In addition to the reported cash-flows in the recent Appendix 4C, the Company has received \$2.1m in government grant funding in January 2018.
4. We confirm that the Company is in compliance with the Listing Rules and we confirm there is no information regarding the financial condition of the Company that has not already been provided to ASX in accordance with the ASX Listing Rules.
5. Confirmed, the Board of the Company has approved this response.

If you have any queries, please do not hesitate to contact me on (02) 8072 1425.

Yours faithfully

Andrew Whitten
Company Secretary



6 February 2018

Mr Andrew Whitten
Company Secretary
LiveTiles Limited
c/- Whittens & McKeough Lawyers and Consultants
Level 29
201 Elizabeth Street
Sydney NSW 2000

By email

Dear Mr Whitten

LiveTiles Limited (“LVT”): Appendix 4C Query

I refer to LVT’s Appendix 4C quarterly report for the period ended 31 December 2017 lodged with ASX Market Announcements Platform and released on 30 January 2018 (the “Appendix 4C”).

ASX notes that LVT has reported:

- negative net operating cash flows for the quarter of \$5,311,000;
- cash at the end of the quarter of \$7,229,000; and
- estimated cash outflows for the next quarter of \$6,020,000.

It is possible to conclude, based on the information in the Appendix 4C, that if LVT were to continue to expend cash at the rate indicated by the Appendix 4C, LVT may not have sufficient cash to continue funding its operations for its next two quarters. In view of that, ASX asks LVT 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 LVT expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has LVT 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 LVT expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please confirm that LVT 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.
5. Please confirm that LVT’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 LVT with delegated authority from the board to respond to ASX on disclosure matters.

Please also provide any other information that LVT considers may be relevant to ASX forming an opinion on whether LVT 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 9:30am AEDT on 9 February 2018. If we do not have your response by then, ASX will have no choice but to consider suspending trading in LVT'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, LVT'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. 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 LVT'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 LVT'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 LVT'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]

George Tharian

Adviser, Listings Compliance (Sydney)