

9 July 2020

Mr Corey Lian
Adviser, Listings Compliance (Sydney)
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By email:

RE: ASX Aware query

We refer to your letter of 6 July 2020 to Cellmid Limited ("CDY" or the "Company") and adopting similar paragraph numbering as contained therein we respond as follows:

1. The Company does not consider the Information to be information that a reasonable person would expect to have a material effect on the price or value of its securities.
2. The basis for the view in the response to question 1 is that, in the Company's opinion, there was no material change to the existing agreement between the Company and Australia Application Pty Ltd ("Australia Application"). As advised in the ASX announcement dated 27 March 2020 ("Cellmid Signs COVID-19 Rapid Diagnostic Supply Agreement") the original agreement was signed for a term of one year and therefore originally ran until March 2021.

This agreement was amended on 29 April 2020 to remove a minimum order requirement by 30 April 2020 and at this time the agreement term was also amended to run for a period of 6 months.

The latest amendment to the agreement with Australia Application was to bring the agreement in line with Australia Application's separate agreement with Guangzhou Wondfo Biotech Co. Ltd ("Wondfo") which was originally due to expire on 30 June 2020 (as disclosed in the ASX announcements dated 21 May 2020 and 4 June 2020) and had itself been extended until 30 December 2020.

Whilst the Company's agreement with Australia Application has effectively been shortened from the original agreement it may be extended beyond 30 December 2020 with written consent and therefore, in the Company's opinion, does not represent a material change to the original agreement.

Further, whilst amending the agreement the Company took the opportunity to remove a term requiring a minimum number of tests to have been ordered by the Company by 31 July 2020. As the deadline for this minimum order had not arrived and the amendment does not impact the Company's ongoing access to the test the Company is of the opinion that this did not represent a material change to the original agreement.

3. The Company first became aware of the Information on 17 June 2020 when Australia Application executed and delivered the amended agreement to the Company.
4. N/A
5. The Company confirms that it is complying with the Listing Rules and, in particular, Listing Rule 3.1.
6. The responses noted above have been authorised and approved as per the Company's Continuous Disclosure Policy.

We trust this answers your queries.

Yours faithfully



Lee Tamplin
Company Secretary



6 July 2020

Reference: 20154

Mr Lee Tamplin
Company Secretary
Cellmid Limited
Suite 204, Level 2
55 Clarence Street
Sydney NSW 2000

By email

Dear Mr Tamplin

Cellmid Limited ('CDY'): Aware Query

ASX refers to the following:

- A. CDY's announcement titled 'Extension Of Wondfo Rapid Test Distribution Agreement' released on the ASX Market Announcements Platform on 2 July 2020 ('Announcement'), which included the following statements (the 'Information'):

'Cellmid and Australia Application have also amended their agreement (Agreement) for Cellmid to be a distributor of the Wondfo test in Australia such that the Agreement now also runs until 30 December 2020 and previous minimum order requirements have been removed ... Both the agreements between Wondfo and Australia Application and Australia Application and Cellmid may be extended beyond 30 December 2020 with written consent.'

- B. The change in the price of CDY's securities from \$0.10 on 1 July 2020 (closing price) to \$0.12 on 2 July 2020 (closing price) followed by a high of \$0.13 on 3 July 2020.
- C. Listing Rule 3.1, which requires a listed entity to immediately give ASX 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.
- D. 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' and section 4.4 in Guidance Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information".'

- E. 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.'*

Questions and Request for Information

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

1. Does CDY consider the 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 CDY first become aware of the Information?
4. If the answer to question 1 is 'yes' and CDY first became aware of the Information before the relevant date, please explain why the Information was not released to the market at an earlier time, commenting specifically on when you believe CDY was obliged to release the Information under Listing Rules 3.1 and 3.1A and what steps CDY took to ensure that the Information was released promptly and without delay.
5. Please confirm that CDY is complying with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that CDY'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 CDY 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 Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **9:30am AEST on Thursday, 9 July 2020**.

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, CDY'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 CDY to request a trading halt immediately.

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 Rules 3.1 and 3.1A

In responding to this letter, you should have regard to CDY'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 CDY'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 CDY's securities under Listing Rule 17.3.

Release of correspondence

ASX reserves the right to release a copy of this letter, your response and any other related correspondence between us to the market under Listing Rule 18.7A.

Enquiries

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

Yours sincerely

Corey Lian
Adviser, Listings Compliance (Sydney)