



Date: 14 December 2017

Sydney, Australia

## ASX: NOX

### Noxopharm Limited

ABN 50 608 966 123

#### Registered Office:

Suite 3, Level 4  
828 Pacific Highway  
Gordon NSW 2072  
Australia

#### Operational Office:

Suite 3, Level 4  
828 Pacific Highway  
Gordon NSW 2072  
Australia

#### Board of Directors

##### Mr Peter Marks

Chairman  
Non-Executive  
Director

##### Dr Graham Kelly

Chief Executive Officer  
Managing Director

##### Dr Ian Dixon

Non-Executive  
Director

ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

Ms Cheng Tang  
Senior Adviser, Listings Compliance  
ASX Compliance Pty Limited  
Level 6, 20 Bridge Street  
Sydney NSW 2000

By Email: [cheng.tang@asx.com.au](mailto:cheng.tang@asx.com.au)

Dear Ms Tang

#### **NOXOPHARM LIMITED (THE "COMPANY") – PRICE QUERY**

With reference to your letter dated 14 December 2017 and with specific reference to your queries contained therein, we advise as follows:

1. The Company is not aware of any information concerning it that has not been announced which, if known, could be an explanation for recent trading in the securities of the Company, including its earnings for the 6 month period ending on 31 December 2017.

In terms of earnings, the Company reports financials quarterly through the Appendix 4C disclosure releases and the market is fully aware that the Company is in a R&D phase of its development.

It is noted that the Company has made some significant positive ASX releases recently, such as:

- 6 December 2017: Open Briefing Presentations
- 4 December 2017: Compassionate Use of NOX66 in Patients
- 1 December 2017: Nyrada Inc Opens Capital Raise

2. Not applicable.

3. The Company does not have any other explanation for the price change in the securities of the Company, other than a continuing response from the market for the Company's recent announcements.

4. The Company is in compliance with the listing rules and, in particular, listing rule 3.1.

5. The above responses have been authorised and approved by the Board of Directors.

For and on behalf of the Board,

Yours faithfully,

A handwritten signature in black ink, appearing to read 'D Franks', with a long horizontal flourish extending to the right.

David Franks  
Company Secretary



14 December 2017

David Franks  
Company Secretary  
Noxopharm Limited  
Suite 2, Level 10  
70 Phillip Street  
SYDNEY NSW 2000

By email: [dfranks@fa.com.au](mailto:dfranks@fa.com.au)

Dear Mr Franks

**Noxopharm Limited (“NOX”): price query**

We note the change in the price of NOX’s securities from a low of \$0.985 at close 5 trading days ago on 7 December 2017 to an intra-day high of \$1.80 today.

We also note the significant increase in the volume of NOX’s securities traded today.

In light of this, ASX asks NOX to respond separately to each of the following questions and requests for information:

1. Is NOX 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?

In responding to this question, please consider in particular whether NOX is aware of any information that its earnings for the 6 month period ending on 31 December 2017:

- a) are likely to differ materially (downwards or upwards) from any earnings guidance it has given for the period; or
- b) if NOX has not given any earnings guidance for the period, are otherwise likely to come as a surprise to the market (by reference to analyst forecasts for the period or, if NOX is not covered by analysts, its earnings for the prior corresponding period)?

2. If the answer to question 1 is “yes”:

- a) Is NOX relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in NOX’s securities would suggest to ASX that such information may have ceased to be confidential and therefore NOX may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is “yes”, you need to contact us immediately to discuss the situation.

- b) Can an announcement be made immediately?

Please note, if the answer to this question is “no”, you need to contact us immediately to discuss requesting a trading halt (see below).

- c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is “no”, is there any other explanation that NOX may have for the recent trading in its securities?
4. Please confirm that NOX is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that NOX’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 NOX 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 (ie before 9.30 am AEDT) on 15 December 2017. If we do not have your response by then, ASX will have no choice but to consider suspending trading in NOX’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, NOX’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 [cheng.tang@asx.com.au](mailto:cheng.tang@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**

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 NOX’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 NOX’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, or if the answer to question 1 is “yes” and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in NOX’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]*

Cheng Tang  
Senior Adviser, Listings Compliance  
P: (03) 9617 8706  
E: [cheng.tang@asx.com.au](mailto:cheng.tang@asx.com.au)