

14 September 2021

Ms Melissa Kostopoulos
Compliance Advisor, Listings Compliance (Melbourne)
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
Melbourne VIC 3000

By email

Dear Melissa

Imricor Medical Systems Inc. ('IMR'): Early release of information query

I refer to your letter dated 9 September 2021 about the Company's ASX announcement titled 'A\$17.5 million to be raised under placement and SPP' and the article published by the Australian Financial Review (**AFR**) titled 'MA Moelis, Bell Potter tapped for Imricor's \$17.5m raise' (**AFR article**), and respond as follows:

1. *Please explain how the information in the Announcement appeared in the Article.*

The Company had no prior knowledge that the AFR article was to be published. The Company also has no knowledge of how the information regarding its capital raise appeared in the AFR article nor where the information in the AFR article was sourced. The Company did not disclose the information to the AFR, nor did it authorise the release of any information to the AFR.

The Company is aware that, MA Moelis Australia Advisory Pty Ltd and Bell Potter Securities Ltd, the joint lead managers to the capital raise, commenced a process of wall-crossing certain institutional and sophisticated investors after the close of market on Monday, 6 September 2021, in line with industry standards. It may be that the information which appeared in the AFR article, was initially disclosed by one of the investors with whom the information was shared in the wall crossing process.

The Company had taken reasonable precautions to prevent the premature dissemination of sensitive information, including ensuring that investors who were wall crossed were bound by restrictions on disclosure of confidential information, and placing the Company in a trading halt while negotiating and finalising the capital raising.

2. *What arrangements does IMR have in place to ensure compliance with Listing Rule 15.7?*

The Company has a Continuous Disclosure Policy which details policies and procedures to ensure compliance with Listing Rule 15.7 and more broadly, the continuous disclosure obligations under the *Corporations Act 2001* (Cth) and ASX Listing Rules. The Company takes its continuous disclosure obligations seriously.

Under the Continuous Disclosure Policy, only Mr Steve Wedan (Chairman and Chief Executive Officer) is authorised to issue statements or make comments to the media. As soon as any of the Company's employees, executives or senior managers become aware of any price sensitive information they are directed to immediately notify Mr Wedan who then determines whether any disclosure needs to be made to ASX.

3. *If the current arrangements are inadequate or not being enforced, what additional steps does IMR intend to take to ensure compliance with Listing Rule 15.7?*

The Company is confident that the current arrangements are adequate and are being enforced, and will continue prioritise compliance with its continuous disclosure obligations.

4. *Please confirm that IMR's responses to the above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of IMR with delegated authority from the board to respond to ASX on disclosure matters.*

This response has been authorised by Mr Wedan, Chairman and Chief Executive Officer.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Kobe Li", is placed above the printed name.

Kobe Li
Company Secretary



9 September 2021

Reference: 39430

Mr Kobe Li
Company Secretary
Imricor Medical Systems Inc.
850 New Burton Road, Suite 201
Country of Kent, Delaware
United States of America 19904

By email: kobe.lizheng@gmail.com

Dear Mr Li

Imricor Medical Systems Inc. ('IMR'): Early release of information query

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

- A. IMR's request for a trading halt released on the ASX market announcements platform ('MAP') together with ASX's market announcement regarding the trading halt at 8:50am AEST on 7 September 2021. The trading halt was requested *'pending an announcement to be made by the Company to the market in relation to an update in connection with a proposed capital raising.'*
- B. The article titled 'MA Moelis, Bell Potter tapped for Imricor's \$17.5m raise' published by the *Australian Financial Review* at 11:38am AEST on 7 September 2021 (the 'Article') which contained details of the capital raising.
- C. IMR's announcement titled 'A\$17.5 million to be raised under placement and SPP' released on MAP on 8 September 2021 in which IMR disclosed an institutional placement followed by a security purchase plan (the 'Announcement').
- D. Listing Rule 3.1 which states:
'Once an entity is or becomes aware of 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, the entity must immediately tell ASX that information.'
- E. Listing Rule 15.7 which states:
'An entity must not release information that is for release to the market to any person until it has given the information to ASX and has received an acknowledgment that ASX has released information to the market.'
- F. IMR's Continuous Disclosure Policy, available on its website,¹ which includes the following statement in section 3.1(d):
'Release of information to others'
Material Information must not be released to any person (e.g. brokers, analysts, the media, professional bodies or any other person) until Imricor has given the information to the ASX and has received an acknowledgement that the ASX has released the information to the market.'

¹ See section 3 of the Continuous Disclosure Policy available at:
<https://imricor.com/wp-content/uploads/2020/05/IMR-Continuous-Disclosure-Policy.pdf>

Listing Rule 15.7 requires that a listed entity not release information which is for release to the market to any person (including the media, even on an embargoed basis) until it has given the information to ASX and received an acknowledgement that ASX has released it to the market.

As the Article has appeared in *Australian Financial Review* prior to the Announcement being lodged and released to the market, it appears that IMR may have breached Listing Rules 3.1 and/or 15.7.

Questions and Request for Information

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

1. Please explain how the information in the Announcement appeared in the Article.
2. What arrangements does IMR have in place to ensure compliance with Listing Rule 15.7?
3. If the current arrangements are inadequate or not being enforced, what additional steps does IMR intend to take to ensure compliance with Listing Rule 15.7?
4. Please confirm that IMR's responses to the above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of IMR 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 Tuesday, 14 September 2021**.

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 IMR'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 IMR'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.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Yours sincerely

Melissa Kostopoulos
Compliance Adviser, Listings Compliance (Melbourne)