

19 June 2020

Mr Ivan Tatkovich
Adviser, Listings Compliance
ASX Compliance Pty Limited
20 Bridge Street
SYDNEY NSW 2000

By email only: ivan.tatkovich@asx.com.au

URGENT

Dear Mr Tatkovich,

9 SPOKES INTERNATIONAL LIMITED (9SP) – RESPONSE TO PRICE QUERY LETTER

Thank you for your letter of today's date addressed to Melisa Beight, Company Secretary. In response to your letter and following our brief call earlier, the following information is provided to the ASX:

1. No.
2. Not applicable.
3. We note the recent market reaction to the announcement by Splitit Payments Ltd (ASX:SPT) on 18 June 2020 regarding an agreement it entered into with MasterCard Incorporated. 9SP is aware that there is general market speculation that a similar arrangement may be entered into by 9SP with Visa Inc. In that regard, 9SP refers to the Appendix 4C released to the market on 16 April 2020 in which the following statement was included: "Visa: in March 2019, 9 Spokes notified the market that a Collaboration Framework Agreement was signed with Visa Inc. The parties extended that agreement in November 2019 with an addendum, enabling Visa and 9 Spokes to explore further a potential opportunity to make the 9 Spokes solution available to Visa's issuing bank clients and their SMEs worldwide. Detailed discussions continue to progress in good faith." 9SP advises that such statement remains current.
4. 9SP is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
5. I have notified the Board of this Price Query Letter and I confirm as CEO and Executive Director that I am authorised by the Board to respond to the ASX on disclosure matters.

Please feel free to contact me directly on +64 21 626 484 to clarify any of the above.

Yours sincerely,



Adrian Grant
Chief Executive Officer
9 Spokes International Limited



19 June 2020

Ms Melisa Beight
Company Secretary
9 Spokes International Limited

By email:

Dear Ms Beight

9 Spokes International Limited ('9SP'): Price Query

We note the change in the price of 9SP's securities from a low of \$0.021 yesterday to a high of \$0.035 today.

We also note the significant increase in the volume of 9SP's securities traded over the past two days.

Request for Information

In light of this, ASX asks 9SP to respond separately to each of the following questions and requests for information:

1. Is 9SP 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?
2. If the answer to question 1 is "yes".
 - (a) Is 9SP relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in 9SP's securities would suggest to ASX that such information may have ceased to be confidential and therefore 9SP 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 9SP may have for the recent trading in its securities?
4. Please confirm that 9SP is complying with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that 9SP's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of 9SP 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 **1:00 PM AEST today Friday, 19 June 2020**. If we do not have your response by then, ASX will likely suspend trading in 9SP'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, 9SP'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 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 9SP’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 9SP’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 9SP’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*.

Suspension

If you are unable to respond to this letter by the time specified above ASX will likely suspend trading in 9SP’s securities under Listing Rule 17.3.

Enquiries

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

Regards

Ivan Tatkovich
Adviser, Listings Compliance (Sydney)