

Mr Dale Allen  
Manager, Listings and Compliance (Perth)  
ASX Limited

31 October 2023

**By email only**

Dear Mr Allen,

**CLEARVUE TECHNOLOGIES LIMITED – ASX AWARE LETTER**

We refer to your letter of 30 October 2023 (*Aware Letter*).

***Background and General Comments***

Firstly, please note that the reply is to the LinkedIn post of a third party (a Mr David Thomas who was himself commenting on a release from a publication called 'The Brighter Side News' that refers to ClearVue) that the Aware Letter is referring to was *not* in fact published on 30 October 2023.

The LinkedIn 'reply post' was published by Mr Mowrey on Wednesday 25 October in the US where Mr Mowrey resides – when it was Thursday 26 October in Australia (*LI Reply*).

The Company was contacted by at least one shareholder in the early afternoon of 26 October advising of Mr Mowrey's LI Reply. Upon becoming aware of the same, Mr Mowrey was instructed by ClearVue management at 1.31pm AWST to take down the LI Reply immediately. Mr Mowrey received the same at 10.31pm on 25 October in the US.

Mr Mowrey complied with this and amended his reply post and confirmed his actions to remedy the situation by email received by ClearVue management at 9.20pm Thursday 26 October 2023.

Additionally, the Company would draw to the ASX's attention that the price movements on 26 and 27 October have not been influenced by what could only be described as an ill-considered, overconfident and exuberant statement from one of the directors.

The share price remained steady and closed at approx. 33c on both days and has only started to increase in price and volume following yesterday's Solar Greenhouse Announcement. Yesterday's Solar Greenhouse Announcement is entirely unrelated to Mr Mowrey's LI Reply – which is focussed on the construction industry from which he comes.

Mr Mowrey is the CEO of 8G Solutions, a façade and glazing systems supplier in the US and he understands the clear benefit that the ClearVue product can have from the standpoint of someone operating directly in the façade and glazing industry. To date, the ClearVue board has not discussed the aspirations Mr Mowrey may personally have for the ClearVue product from 8G Solutions but are

encouraged by this enthusiasm for the product notwithstanding the way this has been revealed to the Company or to the market.

At this stage, the Company is not able to update the market under Listing Rule 3.1 as it is too early to speculate on what might transpire with 8G Solutions in the US. Specifically, LR 3.1A.1 applies as the information comprises of matters of supposition or is insufficiently definite to warrant disclosure. There is no arrangement in place between ClearVue and 8G Solutions at present which warrants disclosure.

***Responding to the questions in order, the Company responds as follows below:***

1. *Does CPV consider the information contained in the LinkedIn Post, including the US installation information to be information that a reasonable person would expect to have a material effect on the price or value of its securities?*

CPV does *not* consider that the LI Reply to the LinkedIn post of Mr Thomas to be information that a reasonable person would expect to have a material effect on the price or value of CPV securities. The LI Reply, whilst inappropriate, is overconfident hyperbole and an exuberant expression of support for the ClearVue product by one of its directors which should be read in that light – upon reading the social media comments on HotCopper related to this LI Reply, ClearVue believes this is the way the information has been received and this is further borne out by the fact the share price remained unchanged in the period following publication until today and after release of the Company’s Solar Greenhouse Announcement.

2. *Has the US Installation Information been disclosed by CPV previously? If so please provide details.*

No. There is no arrangement in place between ClearVue and 8G Solutions at present (and no discussions in relation to any potential arrangement) which warrants disclosure and there isn’t expected to be one in the short to medium term. If and when such an arrangement is in place, ClearVue will immediately make a release to the market.

3. *If the answer to question 1 is “no”, please provide the basis for that view.*

The basis for the response to question 1 is provided in the above answer to question 1.

4. *Please explain (a) How the US installation Information appeared in the LinkedIn Post? and (b) What arrangements does CPV have in place to ensure compliance with Listing Rule 15.7?*

(a) Mr Mowrey has been examining the ClearVue product and technology since before joining the ClearVue board and, in his capacity as CEO of 8G Solutions, believes the product and technology may have a place in the 8G Solutions suite of products. Mr Mowrey made the LI Reply on his own account and in his capacity as CEO of 8G Solutions. Whilst no formal arrangements have been discussed or put into place with 8G Solutions to become a manufacturer or distributor for the ClearVue products and technology, it is reasonable to assume that this may happen in the future but at this stage is insufficiently definite to warrant formal announcement.

(b) As part of its adopted Corporate Governance Plan, ClearVue has a Continuous Disclosure Policy (**Policy**) to ensure compliance with the company’s continuous disclosure requirements under the Listing Rules and relevant legislation. The Policy, among other things, requires that

price sensitive information is publicly released through ASX before it is disclosed to shareholders and market participants and that distribution of other information to shareholders and market participants is also managed through disclosure to the ASX.

5. *If the current arrangements are inadequate or not being enforced, what additional steps does CPV intend to take to ensure compliance with LR 15.7?*

ClearVue has reviewed and updated its internal processes and compliance arrangements to ensure compliance with its continuous disclosure obligations and Continuous Disclosure Policy.

6. *Was the LinkedIn Post made in accordance with CPV's Continuous Disclosure Policy?*

No.

7. *At the time of the LinkedIn Post was CPV aware of any information concerning it that had not been announced to the market but was required to be announced pursuant to its continuous disclosure obligations under LR 3.1?*

No. The subject matter of the Solar Greenhouse Announcement was still being resolved over the weekend ending 29 October 2023 and was only able to be announced yesterday.

8. *If the answer to question 7 is "yes" please: (a) detail that information; (b) explain why that information hadn't yet been announced to the market under LR 3.1; and (c) advise when that information was announced to the market.*

Not applicable.

9. *Please explain the basis for publishing the LinkedIn Post?*

The LI Reply had no basis for being posted other than the exuberance and enthusiasm for the ClearVue product and technology of CPV director Mowrey acting in his capacity as CEO for US company 8G Solutions.

10. *Who prepared and/or provided the content of the LinkedIn Post?*

As explained above, this is not a LinkedIn Post as such and so was not a formally prepared marketing or media release of such type that is normally prepared by the Company's Head of Marketing in conjunction with the Company's IR provider and the Company's General Counsel. This was a reply to a LinkedIn Post of a third party (a Mr David Thomas commenting on a release of an article by a company called 'The Brighter Side News' that was commenting on CPV) by Mr Mowrey expressing enthusiasm for the article and in effect advising of and promoting his involvement with ClearVue to readers of the post.

11. *Who authorised the publication of the LinkedIn Post?*

The LI Reply was in no way authorised or sanctioned by the CPV board or management.

12. *Please confirm that CPV is in compliance with the Listing Rules and in particular LR 3.1?*

Confirmed.

13. Please confirm that CPV'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 CPV with delegated authority from the board to respond to ASX on disclosure matters.

Confirmed.

***Questions or further clarification***

Please do not hesitate to speak with me or with the Company to clarify the above or for any further information.

Yours faithfully,

**Harry Miller**

Company Secretary

30 October 2023

Mr Harry Miller  
Company Secretary  
ClearVue Technologies Limited

By email: [harry.miller@automicgroup.com.au](mailto:harry.miller@automicgroup.com.au)

Dear Mr Miller

**ClearVue Technologies Limited ("CPV"): ASX Aware Letter**

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

- A. The post published on LinkedIn at approximately 5:00am AEDT time today, Monday, 30 October 2023 by what appears to be Mr Chuck Mowrey's CPV's LinkedIn account which stated the following ('US Installation Information') ('LinkedIn Post'):

Most relevant ▼



Chuck Mowrey • 3rd+

11h ...

Founder and CEO 8G SOLUTIONS: Nations best provider of Energy Efficien...

Congrats Victor and welcome to the US! There will be 100,000 square meters of ClearVuePV installed in the US by 2025 mostly by 8GSolutions! Demand will far exceed Supply, so all responsible Building Owners/Developers that want to be low carbon and approach net zero, you better call 8G Solutions soon!

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- B. ASX understands Mr Chuck Mowrey is a non-executive director of CPV.
- C. The change in the price of CPV's shares from a closing price of \$0.33 on Friday, 27 October 2023, to an intra-day high of \$0.37 and a closing price of \$0.36 today, 30 October 2023 and increase in the volume of CPV's securities traded today, 30 October 2023 ('Trading Information').
- D. CPV's announcement entitled 'ClearVue secures \$250k contract for 1<sup>st</sup> US solar greenhouse' released to the ASX Market Announcement Platform ('MAP') at 09:43am AEDT today, 30 October 2023 which disclosed CPV had secured a \$250,000 contract for 1<sup>st</sup> US solar greenhouse ('Solar Greenhouse Announcement').
- 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. Page 7 of CPV's Corporate Governance Statement available on its website, stating:

*"The Company has established policies and procedures to ensure timely disclosure of all material matters and ensure that investors have access to information on financial performance. This ensures the Company is compliant with the information disclosure requirements under the ASX Listing Rules. The policies and procedures include a Continuous Disclosure Policy that includes identification of matters that may have a*

*material impact on the price of the Company's securities, notifying them to the ASX and posting relevant information on the Company Website.'*

('Continuous Disclosure Policy')

G. Listing Rule 3.1, which 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.

H. 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".

I. 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."*

J. ASX's policy position on the concept of "confidentiality", which is detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:

*"Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the listed entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it ceases to be confidential information for the purposes of this rule."*

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

1. Does CPV consider the information contained in the LinkedIn Post, including the US Installation Information to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
2. Has the US Installation Information been disclosed by CPV previously? If so, please provide details.
3. If the answer to question 1 is "no", please advise the basis for that view.
4. Please explain:

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- a. How the US Installation Information appeared in the LinkedIn Post? and
    - b. What arrangements does CPV have in place to ensure compliance with Listing Rule 15.7?
  5. If the current arrangements are inadequate or not being enforced, what additional steps does CPV intend to take to ensure compliance with Listing Rule 15.7?
  6. Was the LinkedIn Post made in accordance with CPV's Continuous Disclosure Policy?
  7. At the time of the LinkedIn Post, was CPV aware of any information concerning it that had not been announced to the market but was required to be announced pursuant to its continuous disclosure obligations under Listing Rule 3.1?
  8. If the answer to question 7 is "yes", please:
    - a. detail that information;
    - b. explain why that information hadn't yet been announced to the market under Listing Rule 3.1; and
    - c. advise when that information was announced to the market.
  9. Please explain the basis for publishing the LinkedIn Post.
  10. Who prepared and/or provided the content of the LinkedIn Post?
  11. Who authorised the publication of the LinkedIn Post?
  12. Please confirm that CPV is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
  13. Please confirm that CPV'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 CPV 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 **06:30 AM AWST Tuesday, 31 October 2023**. 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, CPV'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 CPV to request a trading halt immediately.

Your response should be sent to me by e-mail at **ListingsCompliancePerth@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.

#### **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 CPV's securities under Listing Rule 17.1.

If you wish to request 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.

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We will require the request for the 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 CPV's securities under Listing Rule 17.3.

### **Listing Rules 3.1 and 3.1A**

In responding to this letter, you should have regard to CPV'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 CPV'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.

### **Release of correspondence between ASX and entity**

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A.

### **Questions**

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

Yours sincerely

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**Dale Allen**  
Manager, Listings Compliance (Perth)