



UCW Limited (ASX:UCW)
ACN 108 962 152
Level 5, 137-139 Bathurst Street
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7 May 2015

Attention: Ms Luxmy Wigneswaran
Principal Adviser, Listings Compliance (Sydney)
ASX Compliance Pty Ltd
20 Bridge Street
Sydney NSW 2000

By Email

Dear Ms Wigneswaran

UCW Limited (formerly known as Undercoverwear Limited) – Pre-Quotation Disclosure

We refer to the letter from the ASX dated 25 August 2014 (**ASX Reinstatement Letter**) and email from the ASX dated 13 February 2015 advising that the reinstatement conditions referred to in the ASX Reinstatement Letter continues to apply until 25 May 2015.

UCW Limited (**UCW** or **Company**) provides the following information by way of pre-quotation disclosure:

1. At present and upon reinstatement, the Company's capital structure will be as follows:

Description	Total
Fully paid ordinary shares	337,280,024
Unlisted options, each exercisable at 1 cent per option, expiring on 30 June 2018	75,000,000

2. The Company confirms that it is, and will ensure to remain in compliance with the Listing Rules, and in particular, Listing Rule 3.1.

If you have any questions, please do not hesitate to contact the undersigned to discuss on (+61 2) 8072 1400.

Yours faithfully

Andrew Whitten
Company Secretary