

19 May 2017

George Tharian, Adviser, Listings (Sydney) ASX Compliance Pty Limited Level 5, 20 Bridge Street SYDNEY NSW 2000

Dear George

## iBuyNew Group Limited (ASX: IBN)

We refer to the letter from the ASX dated 17 May 2017, in relation to the Appendix 3X and Appendix 3Z that was lodged late on 16 May 2017.

Following the same numbering as the letter, iBuyNew Group Limited (**Company**) responds as follows:

- The Appendix 3X and Appendix 3Z was lodged late due to an internal administrative oversight. Once the oversight was identified on 16 May 2017, the Company's ASX Listing Officer was informed and the Appendix 3X and Appendix 3Z was promptly lodged by the Company.
- 2. To ensure the Company is able to comply with its disclosure obligations under Listing Rule 3.19A, the Company has the following arrangements with its directors. Each director, under their respective service agreement with the Company, has an obligation to provide the Company with information to enable the Company to comply with its disclosure obligations. Furthermore, the Company has a securities trading policy in place, under which, each of the directors are obliged to promptly inform the Company of any changes to their relevant interests in the Company.
- 3. The Company believes that its current arrangements are adequate.

For more information, please contact the undersigned on (+61) 2 8072 1400.

Yours faithfully

Anand Sundaraj Company Secretary



17 May 2017

Mr Anand Sundaraj Company Secretary iBuyNew Group Limited c/- Level 29 201 Elizabeth Street SYDNEY, NSW 2000

By email

Dear Mr Sundaraj,

## iBuyNew Group Limited (the "Entity"): Appendix 3X and Appendix 3Z - Change of Director's Interest Notice

We refer to the following;

- 1. The Appendix 3X lodged by the Entity with ASX on Tuesday, 16 May 2017 for Mr Alex Caraco (the "Appendix 3X");
- 2. The Appendix 3Z lodged by the Entity with ASX on Tuesday, 16 May 2017 for Mr John Kolenda (the "Appendix 3Z");
- 3. Listing rule 3.19A which requires an entity to tell ASX the following:
  - 3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.
    - On the date that the entity is admitted to the official list.
    - On the date that a director is appointed.

The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity's admission or a director's appointment.

3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs



- 3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.
- 4. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

The Appendix 3X indicates that Mr Alex Caraco was appointed on 22 March 2017. It appears that the Appendix 3X should have been lodged with ASX by 29 March 2017. Furthermore, the Appendix 3Z indicates that Mr John Kolenda ceased to be a director on 22 March 2017 and it appears that the Appendix 3Z should have been lodged with ASX by 29 March 2017. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B. It also appears that the directors concerned may have breached section 205G of the Corporations Act.

Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

- 1. Please explain why the Appendix 3X and Appendix 3Z were lodged late.
- 2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
- 3 If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail. It should <u>not</u> be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (ie before 9.30 a.m. A.E.S.T.) on Monday 22 May 2017.



Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

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

Yours sincerely

[Sent electronically without signature]

George Tharian Adviser, Listings Compliance (Sydney)