



14 November 2019

Mr Alex Sutton  
ASX Market Announcements  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

### APPENDIX 3Y QUERY

Dreadnought Resources Ltd ("**Dreadnought**" or "**the Company**") refers to your Query Letter dated 12 November 2019 and provides the following responses:

**1. Please explain why the Appendix 3Y is being lodged late?**

The Appendix 3Ys relating to Directors' Options were not lodged within the prescribed time period due to an administrative oversight by the Company Secretary. This was purely an administrative error. The market was already informed about these Options at the Company's Extraordinary General Meeting held on 16 August 2019, where the options were approved by shareholders. The notices were lodged immediately upon the oversight being identified.

**2. What arrangements does DRE 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?**

This was purely an administrative error. The market was already informed about these Options at the Company's Extraordinary General Meeting held on 16 August 2019, where the options were approved by shareholders. The notices were lodged immediately upon the oversight being identified.

**3. If the current arrangements are inadequate or not being enforced, what additional steps does DRE intend to take to ensure compliance with Listing Rule 3.19B?**

The Board believes that the current reporting arrangements are sufficient and ensure Directors are aware of their obligations to disclose all the information required by the Company to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rules 3.19A and B. This was purely an administrative error. The market was already informed about these Options at the Company's Extraordinary General Meeting held on 16 August 2019, where the options were approved by shareholders. The notices were lodged immediately upon the oversight being identified. Administrative procedures have been changed to make sure this does not happen again.

On behalf of the Board,

**Nick Day CFO & Company Secretary**

**Dreadnought Resources Limited**  
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12 November 2019

Mr Nicholas Day  
Company Secretary  
Dreadnought Resources Ltd.  
Suite 5/16 Nicholson Road  
Subiaco WA 6008

By email:

Dear Mr Day

**Dreadnought Resources Ltd ('DRE'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. DRE's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 12 November 2019 for Mr Paul Chapman, Mr Ian Gordon, Mr Paul Payne and Mr Dean Tuck;
2. 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.'*
3. Listing rule 3.19B which states that:

*'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 Notice indicates that a change in Mr Chapman, Mr Gordon, Mr Payne and Mr Tuck notifiable interest occurred on 21 October 2019. It appears that the Notice should have been lodged with ASX by 28 October 2019. Consequently, DRE may have breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr Chapman, Mr Gordon, Mr Payne and Mr Tuck may have breached section 205G of the *Corporations Act 2001* (Cth).

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

ASX reminds DRE of its contract with ASX to comply with the Listing Rules. In the circumstances, DRE should make necessary arrangements to ensure it does not continue to breach the Listing Rules.

### **Request for Information**

Under Listing Rule 18.7, we ask that you answer each of the following questions 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*.

1. As a matter of urgency please lodge the Appendix 3Y as soon as possible.
2. Please explain why the Appendix 3Y is being lodged late.
3. What arrangements does DRE 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?
4. If the current arrangements are inadequate or not being enforced, what additional steps does DRE intend to take to ensure compliance with Listing Rule 3.19B?

### **When and where to send your response**

Your response should be sent to me by e-mail at [ListingsComplianceSydney@asx.com.au](mailto:ListingsComplianceSydney@asx.com.au). It should not be sent to the ASX Market Announcements Office.

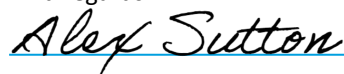
A response is requested as soon as possible and, in any event, no later than half an hour before the start of trading (i.e. before 9:30 am AEDT) on 15 November 2019.

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.

### **Enquiries**

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

Kind regards



**Alex Sutton**  
Compliance Adviser, Geology, Listings Compliance (Sydney)