

3 August 2022

Mr Neel Bhowmick  
Adviser, Listings Compliance (Sydney)  
Australian Securities Exchange  
By email: [ListingsComplianceSydney@asx.com.au](mailto:ListingsComplianceSydney@asx.com.au)

Dear Mr Bhowmick

**Servcorp Limited ("SRV"): Appendix 3Y- Change of Director's Interest Notice Query (ref: 56055)**

We refer to your letter of 1 August 2022, requesting information with respect to the late lodgement of an Appendix 3Y for Mr Anthony McGrath on 12 July 2022.

Servcorp and Mr McGrath apologise unreservedly for the late lodgement of the Appendix 3Y.

Servcorp responds as follows to your request for information:

- 1- The failure to lodge the Appendix 3Y in the required time was an oversight on the part of the Director. Mr McGrath had followed the requirements of Servcorp's Securities Trading Policy with respect to seeking prior consent of the Chair to trade in SRV shares. Unfortunately, Mr McGrath overlooked advising the Company Secretary that he had been successful in purchasing SRV shares, and providing the details required to notify ASX. During the year-end review process, the Company Secretary noted that Mr McGrath's Superannuation Fund held more shares than previously notified and, following confirmation with Mr McGrath, immediately lodged an Appendix 3Y with ASX.
- 2- SRV has in place a Securities Trading Policy which clearly states each Director's responsibility to obtain clearance to trade in SRV shares, and the requirement to inform the Company Secretary in writing of all transactions, as soon as reasonably possible and no later than three business days after the date of any transaction, to ensure compliance with the provisions of the Corporations Act 2001 and the ASX Listing Rules.

Each Director has also entered into an agreement with SRV that requires disclosure to the Company of all information needed for it to comply with the obligation to notify ASX of Director's holdings and interests in its securities.

- 3- SRV considers that its current arrangements, as detailed in the answer to question two, are adequate, are being enforced, and with this one exception are being complied with by its Directors. In over 21 years of its listing on the ASX, this is the first failure to notify on time; it was an oversight which has been taken seriously by the Company and the Director.

Servcorp again apologises for the failure to notify the ASX within the required time. Should you require any further information please contact me.

Yours sincerely

**Greg Pearce**  
Company Secretary

Level 63, 25 Martin Place, Sydney NSW 2000, Australia  
T +61 2 9231 7616 [servcorp.com.au](http://servcorp.com.au) Servcorp Limited ABN 97 089 222 506





1 August 2022

Reference: 56055

Mr Greg Pearce  
Company Secretary  
Servcorp Limited

By email

Dear Mr Pearce

**Servcorp Limited ('SRV'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. SRV's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 12 July 2022 for Mr Anthony McGrath (the 'Notice');
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 McGrath's notifiable interest occurred on 28 February 2022. It appears that the Notice should have been lodged with ASX by 7 March 2022. Consequently, SRV may have breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr McGrath may have breached section 205G of the *Corporations Act 2001* (Cth).

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## 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. Please explain why the Appendix 3Y was lodged late.
2. What arrangements does SRV 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 SRV intend to take to ensure compliance with Listing Rule 3.19B?

## 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 **2:30 PMAEST Thursday, 4 August 2022**. 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, SRV'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 SRV to request a trading halt immediately.

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 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 SRV'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 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 SRV's securities under Listing Rule 17.3.

## Listing Rules 3.1 and 3.1A

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In responding to this letter, you should have regard to SRV'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 SRV'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 questions in relation to the above, please do not hesitate to contact me.

Yours sincerely

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**Neel Bhowmick**  
Adviser, Listings Compliance (Sydney)