

Ms Angel He
Listings Compliance Advisor
Listing Compliance (Sydney)
ASX Limited

By email: ListingsComplianceSydney@asx.com.au

23 September 2022

Dear Ms He,

Aurelia Metals Limited ("AMI"): Appendix 3X - Initial Director's Interest Notice

We refer to your letter dated 21 September 2022 regarding the late lodgement of the Appendix 3X lodged by AMI on 20 September 2022 for Mr Bruce Cox in respect of his Initial Director's Interest Notice.

In response to your specific queries:

1. The Appendix 3X was lodged late due to an administrative oversight. The Appendix 3X was lodged promptly upon this oversight being identified.
2. AMI confirms it has an agreement in place with each of its directors which requires the director to provide to AMI the information needed by AMI in order for AMI to meet its disclosure obligations under listing Rule 3.19A.
3. AMI believes the arrangements it has in place with its directors are adequate. The late lodgement of the Appendix 3X was due to an administrative oversight and not because the director failed to provide the relevant information to AMI. AMI has updated its internal company secretary checklist to ensure this type of oversight does not occur again.

Sincerely



Ian Poole

Chief Financial Officer & Company Secretary



21 September 2022

Reference: 59905

Mr Ian Poole
Chief Financial Officer
Aurelia Metals Ltd
Level 17
144 Edwards St
Brisbane QLD 4000

By email only.

Dear Mr Poole

Aurelia Metals Ltd ('AMI'): Appendix 3X – Initial Director's Interest Notice Query

ASX refers to the following:

1. AMI's announcement lodged on the ASX Market Announcements Platform ('MAP') on 31 August 2022 confirming the appointment of Mr Bruce Cox as a director of AMI effective on 1 September 2022;
2. AMI's Appendix 3X lodged on the ASX Market Announcements Platform ('MAP') on 20 September 2022 for Mr Cox (the 'Notice');
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 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.'

As the Notice indicated that Mr Cox was appointed on 1 September 2022, it appears that the Notice should have been lodged with ASX by 8 September 2022. As the Notice was lodged on 20 September 2022, it appears that AMI may have breached listing rules 3.19A and/or 3.19B. It also appears that Mr Cox may have breached section 205G of the *Corporations Act 2001* (Cth).

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 3X was lodged late.
2. What arrangements does AMI 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 AMI 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 **12 PM AEST Monday, 26 September 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, AMI'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 AMI to request a trading halt immediately.

Your response should be sent to me by e-mail at 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 AMI'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 AMI's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to AMI'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 AMI'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

Angel He
Adviser, Listings Compliance (Sydney)