



1 April 2025

ASX Compliance  
ASX Ltd, Exchange Centre  
Level 6, 20 Bridge Street  
SYDNEY NSW 2000

Dear Elvis,

I acknowledge receipt of the ASX Compliance letter dated 31 March 2025, and understand the concern of the ASX with regards to Listing Rule 3.19A and Section 205G of the Corps Act. The Company and its Officers are highly cognisant of the disclosure obligations relating to Director trading understanding the critical importance of keeping the market informed. In response to the ASX queries, the Company confirms the following:

1. The Company utilises a Director Management Tool within the Share Registry Platform to generate 3Y announcements on behalf of the Directors. Mr Jared Pohl last year switched from Cash dividends to Dividend Reinvestment and the Registry System did not trigger the 3Y announcements when the other Director disclosures were made. This error was identified with the recent generation of the Appendix 3Y for Mr Scott Barrett and a manual announcement was generated for Mr Jared Pohl. Full and complete disclosure was made on the 27 March 2025 of the two transactions to provide an update to the market, noting that this news has not affected the market for ECP in any way.
2. The conditions of appointment of each Director are documented in an appointment letter which includes the requirement to disclose any trading in the Company's securities. The Company's policies further detail the requirements of continuous disclosure and on an annual basis the Directors attest to an understanding of the Listing Rules. Our registry software (provided by Automic) has always been reliable in providing updated 3Y notices and this glitch will be further investigated.
3. The Company considers that the policies and procedures currently in place are adequate for the purposes of ensuring compliance with ASX Listing Rule 3.19A. However, in light of this event the Company has requested a review of the administrative procedures at Automic Group to ensure that it meets its obligations in the future.

Yours faithfully

**Scott Barrett**  
Company Secretary

**ECP EMERGING GROWTH LIMITED**



31 March 2025

Reference: 107751

Mr Scott Barrett  
Company Secretary  
ECP Emerging Growth Limited  
Level 12  
Corporate Centre  
One 2 Corporate Court  
Bundall QLD 4217

By email

Dear Mr Barrett

**ECP Emerging Growth Limited ('ECP'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. ECP's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 27 March 2025 for Mr Jared Pohl (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 changes in Mr Pohl's notifiable interests occurred on 11 September 2024 (the 'First Notice') and separately, on 13 March 2025 (the 'Second Notice'). It appears that the First Notice should have been lodged with ASX by 18 September 2024 and the Second Notice, by 20 March 2025. Consequently, ECP may

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have breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr Pohl may have breached section 205G of the *Corporations Act 2001* (Cth) in relation to the First Notice.

### 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 ECP 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 ECP 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 **9:00 AM AEDT Thursday, 3 April 2025**. 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, ECP'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 ECP 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 ECP'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 ECP's securities under Listing Rule 17.3.

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**Listing Rules 3.1 and 3.1A**

In responding to this letter, you should have regard to ECP'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 ECP'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**

ASX reserves the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Yours sincerely

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ASX Compliance