



**TROY RESOURCES LIMITED**

ABN: 33 006 243 750

18 September 2014

Ms Jill Hewitt  
Senior Adviser, Issuers (Perth)  
ASX Compliance Pty Ltd  
Level 8, Exchange Plaza  
2 The Esplanade  
Perth WA 6000

**By email**

Dear Jill

**Appendix 3X Enquiry**

I refer to your letter dated 16 September 2014 in relation to the Initial Director's Interest Notice lodged with ASX.

In response to the questions raised in your letter, I advise as follows:

1. The Appendix 3X was lodged in relation to Mr Purvis's appointment as Managing Director on 1 September 2014. The late lodgement of the form on 15 September 2014 was due to an inadvertent administrative oversight.
2. Formal arrangements are in place with each director, whereby each director agrees and undertakes to provide the Company with details of their notifiable interests, within the timeframes required by Listing Rule 3.19A. In addition, the Company is authorised to provide that information to the ASX on behalf of and as agent for the director.
3. The Company does not consider that its current procedures are inadequate or require any changes and will, in future, ensure that any changes or otherwise in Director's interest notices be lodged within the prescribed period.

Yours sincerely

**Stacey Apostolou**  
**Company Secretary**



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152-158 St George's Terrace  
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16 September 2014

Ms S Apostolou  
Company Secretary  
Troy Resources Limited  
Unit 12, First Floor, 11 Ventnor Avenue  
WEST PERTH WA 6005

Email: [s.apostolou@troyres.com.au](mailto:s.apostolou@troyres.com.au)

Dear Stacey

**Troy Resources Limited (the "Company") – Director's Interest Notice**

We refer to the following;

1. The Appendix 3X lodged by the Company with ASX on 15 September 2014.
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 1 January 2002.
    - 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 1 January 2002 or 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). 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 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.

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

As the Appendix indicated that the appointment occurred on 1 September 2014, it appears that the Appendix should have been lodged with the ASX prior to the close of business on 8 September 2014. As the Appendix was lodged on 15 September 2014, it appears that the Company may be in breach of listing rules 3.19A and/or 3.19B.

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

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company 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", we ask that you answer each of the following questions:

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Company have in place 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 Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at [jill.hewitt@asx.com.au](mailto:jill.hewitt@asx.com.au) it should not be sent to the 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 7.30 am. W.S.T) on Friday 19 September 2014.

If you have any queries or concerns, please contact me immediately.

Yours sincerely,

*[Sent electronically without signature]*

Jill Hewitt  
**Senior Adviser, Issuers Compliance (Perth)**