

25 January 2021

Australian Securities Exchange  
Level 40, Central Park  
152-158 St Georges Terrace  
Perth WA 6000

Email: [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@asx.com.au)

Attention:  
Mr Dale Allen  
Principal Adviser, Listings Compliance

Email: [dale.allen@asx.com.au](mailto:dale.allen@asx.com.au)

Dear ASX,

**RESPONSE TO ASX IN RELATION TO CHANGE IN DIRECTOR'S INTEREST NOTICES –  
STRIKE RESOURCES LIMITED (ASX:SRK)**

We refer to your enquiry (a copy of which is attached) in relation to the Appendix 3Y Change of Director's Interest Notices lodged on 20 January 2021 and respond as follows:

1. The Appendix 3Y Notices were not lodged within the prescribed time period due to an administrative oversight in the company secretarial office. The Notices were prepared and lodged promptly on ASX upon the oversight being discovered by the Company Secretary.

The Company notes the Notices relate to the issue of unlisted Directors' Options to each Director, following shareholder approval at the Company's AGM<sup>1</sup>, details of which were announced to the market on 4 December 2020<sup>2</sup>. The Company also lodged an ASX Appendix 3B (Proposed Issue of Securities) on 4 December 2020 advising of the issue of the Directors' Options on 4 December 2020<sup>3</sup>. As such, the Company believes that the market was informed in relation to the issue of these options to the Directors, notwithstanding the administrative oversight in relation to the lodgment of the ultimate Appendix 3Y Notices.

2. The Company has entered into a disclosure agreement with each Director which sets out the obligations of the Director in relation to disclosure of changes in interests held in the Company's securities, including the requirements for disclosing information required for completion and lodgment of Appendix 3Y's with ASX within the time limits prescribed under the ASX Listing Rules.

Each Director is provided with a copy of the Company's "Share Trading Policy" which sets out the requirements in relation to trading in securities and disclosure of securities transactions to the Company.

These documents stipulate the responsibilities of each Director in relation to ensuring the Company is able to meet its disclosure obligations under ASX Listing Rule 3.19A.

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1 Refer Strike's Notice of Annual General Meeting and Explanatory Statement (Resolutions 6 to 10) dated 20 October 2020 and released on ASX on 4 November 2020  
2 Refer Strike's ASX Announcement dated 4 December 2020: Results of 2020 Annual General Meeting  
3 Refer Strike's ASX Announcement dated 4 December 2020: Proposed Issue of Securities



ASX : SRK

[www.strikeresources.com.au](http://www.strikeresources.com.au)

STRIKE RESOURCES LIMITED

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The Company Secretary has oversight and responsibility in relation to the Company's compliance with the disclosure obligations related thereto.

3. The Company considers the current arrangements to be adequate to ensure compliance with ASX Listing Rule 3.19B.

The Company notes that the late disclosure was due to a company secretarial oversight; the ASX correspondence has been conveyed to all Directors, who have also been reminded of their obligations under ASX Listing Rule 3.19A and section 205G of the Corporations Act; the Company Secretary has also been reminded of the Company's obligations under ASX Listing Rule 3.19B and reviewed his company secretarial administrative procedures and processes to ensure compliance in relation thereto in the future.

Yours Sincerely,

A handwritten signature in black ink, appearing to read 'Victor Ho', with a stylized flourish at the end.

Victor Ho  
Company Secretary

Email: [vho@strikeresources.com.au](mailto:vho@strikeresources.com.au)



25 January 2021

Reference: 29844

Mr Victor Ho  
Company Secretary  
Strike Resources Limited

By email:

Dear Mr Ho

**Strike Resources Limited ('SRK'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. SRK's Appendix 3Y forms lodged on the ASX Market Announcements Platform ('MAP') on 20 January 2021 for the following directors – Mr Matthew Hammond, Mr Malcolm Richmond, Mr William Johnson, Mr Farooq Khan and Mr Victor Ho (together, the 'Notices');
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 Notices indicate that the changes in Mr Hammond's, Mr Richmond's, Mr Johnson's, Mr Khan's and Mr Ho's notifiable interests occurred on 4 December 2020. It appears that the Notices should have been lodged with ASX by 11 December 2020. Consequently, SRK may have breached Listing Rules 3.19A and/or 3.19B. It also

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appears that Mr Hammond, Mr Richmond, Mr Johnson, Mr Khan and Mr Ho 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 3Y forms were lodged late.
2. What arrangements does SRK 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 SRK 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 **10:00 AM AWST Friday, 29 January 2021**. 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, SRK'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 SRK to request a trading halt immediately.

Your response should be sent to me by e-mail at [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@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 SRK'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 SRK'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 SRK'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 SRK'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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**Dale Allen**

Principal Adviser, Listings Compliance (Perth)



25 January 2021

Reference: 29844

Mr Victor Ho  
Company Secretary  
Strike Resources Limited

By email:

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**Dale Allen**

Principal Adviser, Listings Compliance (Perth)