

29 December 2023

Laura Gomme  
Senior Adviser, Listings Compliance  
Australian Securities Exchange Limited  
Level 40, Central Park  
152-158 St George's Terrace, Perth WA 6000

By email: ListingsCompliancePerth@asx.com.au

Dear Ms Gomme,

**RE: Aware Query for ASX code: DCG**

I refer to your letter dated 29 December 2023 (**Letter**) concerning Decmil Group Limited's (**Company**) ordinary shares (ASX code: DCG). The Letter contained a request for information. Please find below answers from the Company in response to the request for information in the Letter.

**1. Does DCG consider the Information to be information that a reasonable person would expect to have a material effect on the price or value of its securities?**

Answer: Yes.

**2. If the answer to question 1 is "no", please advise the basis for that view.**

Answer: Not applicable.

**3. When did DCG first become aware of the Information?**

Answer: Wednesday, 20 December 2023.

**4. If DCG first became aware of the Information before the relevant date, did DCG make any announcement prior to the relevant date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe DCG was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps DCG took to ensure that the information was released promptly and without delay.**

Answer: Not applicable, because the Company made an announcement immediately it became aware of the information, on Wednesday 20 December 2023.

**5. Please confirm that DCG is complying with the Listing Rules and, in particular, Listing Rule 3.1.**

Answer: Confirmed.

**6. Please confirm that DCG's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of DCG with delegated authority from the board to respond to ASX on disclosure matters.**

Answer: Confirmed.

Yours sincerely,



**Peter Coppini**

**Company Secretary**



29 December 2023

Reference: 86517

Mr Peter Coppini  
Decmil Group Limited  
20 Parkland Road  
Osborne Park  
WA 6017

By email: peter.coppini@decmil.com.au

Dear Mr Coppini

**Decmil Group Limited ('DCG'): Aware Query**

ASX refers to the following:

- A. The change in the price of DCG's securities traded on ASX from a low of \$0.15 on 13 December 2023 to an intraday high of \$0.195 on 19 December 2023.
- B. The increase in the volume of DCG's securities traded on ASX from 13 December 2023 to 21 December 2023.
- C. DCG's announcement titled "Decmil Awarded Ison Road Rail Overpass Contract" lodged on the ASX Market Announcements Platform ('MAP') on 20 December 2023 and released as Market Sensitive (the 'Announcement'), disclosing that DCG had been awarded a \$78million contract with Major Road Projects Victoria for the Ison Road Rail Overpass ('Information').
- D. Listing Rule 3.1, which requires a listed entity to immediately give ASX any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.
- E. The definition of "aware" in Chapter 19 of the Listing Rules, which states that:

*"an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity" and section 4.4 in Guidance Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information."*

- F. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure, provided that each of the following are satisfied.

*"3.1A Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:*

*3.1A.1 One or more of the following applies:*

- *It would be a breach of a law to disclose the information;*
- *The information concerns an incomplete proposal or negotiation;*
- *The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- *The information is generated for the internal management purposes of the entity; or*
- *The information is a trade secret; and*

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3.1A.2 *The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and*

3.1A.3 *A reasonable person would not expect the information to be disclosed."*

- G. ASX's policy position on the concept of "confidentiality", which is detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure*: Listing Rules 3.1 – 3.1B. In particular, the Guidance Note states that:

*"Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the listed entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it ceases to be confidential information for the purposes of this rule."*

### **Request for information**

Having regard to the above, ASX asks DCG to respond separately to each of the following questions and requests for information:

1. Does DCG consider the Information to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
2. If the answer to question 1 is "no", please advise the basis for that view.
3. When did DCG first become aware of the Information?
4. If DCG first became aware of the Information before the relevant date, did DCG make any announcement prior to the relevant date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe DCG was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps DCG took to ensure that the information was released promptly and without delay.
5. Please confirm that DCG is complying with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that DCG's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of DCG with delegated authority from the board to respond to ASX on disclosure matters.

### **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 AWST Friday, 5 January 2024**. 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, DCG'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 DCG to request a trading halt immediately.

Your response should be sent to me by e-mail at **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 DCG's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

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- 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 DCG's securities under Listing Rule 17.3.

### **Listing Rules 3.1 and 3.1A**

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