

14 June 2024

Mr Nicholas Mountain
Adviser, Listings Compliance (Perth)
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

By Email: ListingsCompliancePerth@asx.com.au

Dear Nicholas

EQUINOX RESOURCES LIMITED – RESPONSE TO ASX LETTER

In response to the ASX Query letter received on 14 June 2024, the Company provides the below answers for your consideration.

1. Were EQN's protocol in relation to the review and release of ASX announcements followed in respect of the release of the Announcement?

Yes, Equinox Resources Limited ('EQN') has established protocols for the review and release of ASX announcements which were adhered to in the release of the Announcement. These protocols ensure that all communications are vetted by our disclosure officers and undergo a rigorous review process. However, the inclusion of the Peer Comparison in the initial upload was raised by the ASX on the date of release and was in line with other ASX listed developers on peer comparison.

2. Noting that the Announcement states that it was authorised for release by the Board of Equinox Resources Limited, were the Board and Mr Komur made aware of ASX's concerns regarding the inclusion of the Peer Comparison in the earlier not released version of the Announcement?

The Board excluding one director who was travelling at the time and Mr. Komur were made aware of ASX's concerns regarding the inclusion of the Peer Comparison in the version of the Announcement that was not released. The decision to remove this comparison from the final Announcement reflects this awareness and our commitment to compliance with ASX guidelines.

3. Noting that in response to ASX's query EQN stated that EQN takes full responsibility for ensuring that all public communications, including social media outputs from its executives, adhere strictly to the relevant guidelines and regulations, please explain why the Peer Comparison was deleted from the Announcement on the one hand and published on the LinkedIn Post including the revised LinkedIn post on the other?

The inclusion of the Peer Comparison in the LinkedIn post was not compliant with EQN's Continuous Disclosure Policy and Corporate Code of Conduct. Mr Komur posted the peer comparison independently and in line with other approved ASX releases. The comparison (and indeed the entire post) has subsequently been removed.

EQN intends to implement stricter controls to prevent similar occurrences in the future. EQN will re-iterate its Code of Conduct to its officers. Further, Mr Komur will undertake training focused on ASX compliance and JORC Code awareness, to take place within the next 7 days. Furthermore, his and all director's future social media postings which relate to the Company will be reviewed by the Chairman and or Company Secretary prior to publication to ensure alignment with EQN's Continuous Disclosure Policy and Corporate Code of Conduct.

- 4. If despite ASX's Guidance on Peer Comparisons, EQN maintains that the entities referenced in the Peer Comparison on the LinkedIn Post are comparable to EQN, please explain the basis for that view as it applies to each of the selected entities referenced in the Peer Comparison. In answering this question please explain why entities with only inferred resources (as is the case for EQN) were not selected for the comparison.**

At the time of release of the Announcement, EQN's view was that the entities referenced in the Peer Comparison included in the LinkedIn post are primarily iron ore organizations targeting the 58% Fe Platts index. The basis for this comparison was to provide stakeholders with an understanding of EQN's market position relative to other entities focused on similar product grades. While it is acknowledged that each of these organizations has varying levels of indicated and inferred resources, the comparison took into account their total resources, both indicated and inferred. This approach was intended to illustrate the potential scale and quality of EQN's resources in comparison to those of its peers, facilitating a more comprehensive understanding for our stakeholders. This method of comparison aligns with industry practices and was designed to present an objective and fair view of EQN's standing in relation to similar market participants.

However, upon ASX providing its interpretation of the Peer Comparison in the context of the ASX Guidance, EQN now adopts that interpretation.

- 5. Please confirm that EQN is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.**

EQN confirms that it is in compliance with the ASX Listing Rules, particularly Listing Rule 3.1. We ensure that all information which could be expected to have a material effect on the price or value of our securities is disclosed in a timely and appropriate manner.

- 6. Please confirm that EQN'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 EQN with delegated authority from the board to respond to ASX on disclosure matters.**

This response has been thoroughly reviewed and authorised for release by our Board of Directors in accordance with our published continuous disclosure policy. Mr. Zac Komur, as our Managing Director and CEO, has been delegated authority by the board to respond to ASX on disclosure matters and has approved this submission.

If you require any further information, please let me know.

Yours sincerely
Equinox Resources Limited

Harry Spindler
Company Secretary



14 June 2024

Reference: ODIN95782

Mr Harry Spindler
Company Secretary
Equinox Resources Limited

By email: Harry.Spindler@eqnx.com.au

Dear Mr Spindler

Equinox Resources Limited ('EQN'): ASX Query Letter

ASX refers to the following:

A. ASX's guidance on peer comparison set out in Listed Compliance Update 08/18, which states:

ASX has experienced a number of issues recently with listed entities releasing potentially misleading peer comparison tables in presentation slides. An example of this type of information includes comparisons of market capitalisation or of resources or reserves. Typically this type of information is unlikely to be market-sensitive, especially where it is disclosing information about the entity and its peers that has already been disclosed to or is known in the market.

Listed entities should take care in preparing this information to ensure it is based on accurate, up to date and objectively verifiable information and must not include or present the information in a way that is designed to mislead. Examples of potentially misleading disclosure include:

- *Inappropriate reference points for the comparison, such as different balance dates for comparing market capitalisation;*
- *Comparing resources or reserves under the JORC Code without disclosing the different categories of resources or reserves (such as comparing inferred resources to measured resources) and grades;*
- *Choosing data points for comparison which benefit the entity disclosing the peer comparison;*
- *Failing to disclose differences in the stage of development of peers projects, such as an entity with a scoping study comparing itself to an entity with a definitive feasibility study, or an explorer comparing itself to a producer; or*
- *Failing to disclose material assumptions and the source of the information applied by the listed entity in developing the comparison table.*

Where a listed entity discloses an objectionable peer comparison ASX may require the entity to publish an announcement withdrawing or retracting the objectionable material

("ASX Guidance")

- B. EQN's announcement titled "Significant 108.5Mt 58.0% Fe DSO Resource Defined at Hamersley Iron Ore Project" lodged, but not released, on the ASX Market Announcements Platform on 6 June 2024, which contained a peer comparison diagram (the 'Peer Comparison');
- C. ASX's discussion with EQN on 6 June 2024 wherein ASX raised concerns with the inclusion of the Peer Comparison indicating that it did not appear to comply with ASX Guidance, in particular ASX was concerned that EQN was comparing itself to entities that are either significant producers, have declared reserves, or minerals resources at levels of higher confidence than the inferred resource disclosed by EQN.

-
- D. The re-lodged announcement by EQN removing the Peer Comparison and titled “Significant 108.5Mt 58.0% Fe DSO Resource Defined at Hamersley Iron Ore Project (the ‘Announcement’) which was released on the ASX Market Announcement Platform at 9:48:52AM AEST on 6 June 2024.
- E. Page 4 of the Announcement, which states that the Announcement was ‘*Authorised for release by the Board of Equinox Resources Limited*’.
- F. The post published on LinkedIn (the ‘LinkedIn Post’) by Mr Zac Komur, EQN’s Chief Executive Officer and Managing Director’s LinkedIn account on or about 10:00am (AWST) on 6 June 2024 which included the Peer Comparison.
- G. EQN’s response to ASX’s Query Letter, dated 10 June 2024, released on the ASX Market Announcement Platform at 9:22:07AM AEST on 11 June 2024 (‘EQN Response Letter’), which confirmed amongst other things:

The post was made at or about 10:00am (WST) on 6 June 2024 and further edited at or about 7:00pm (WST) on 7 June 2024 to remove the Financial Forecast Statement.

And

The initial post was not compliant with EQN’s Continuous Disclosure Policy and Corporate Code of Conduct.

Upon other Company directors becoming aware of the post, it was immediately edited to be in compliance with EQN’s Continuous Disclosure Policy and Corporate Code of Conduct.

EQN takes full responsibility for ensuring that all public communications, including social media outputs from its executives, adhere strictly to the relevant guidelines and regulations

- H. The unedited LinkedIn Post obtained by ASX from LinkedIn on Saturday 8 June 2024.
- I. The now edited LinkedIn Post which as of today’s date continues to display the Peer Comparison.
- J. EQN’s Continuous Disclosure Policy, available on the company’s website, which states amongst other things:

The Company must comply with continuous disclosure requirements arising from legislation and the ASX Listing Rules.

The general rule, in accordance with ASX Listing Rule 3.1, is that once the Company becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price of value or the Company’s securities, the Company must immediately disclose that information to the ASX.

...

The Managing Director, Chief Executive Officer and the Company Secretary have been appointed as the Company’s disclosure officers responsible for implementing and administering this policy. The disclosure officers are responsible for all communication with ASX and ASIC for making decisions on what should be disclosed publicly under this policy.”

- K. Section 7.3 of EQN’s Corporate Code of Conduct available on the company’s website, which states amongst other things:

Social Media/Networking - Employees must ensure that they use any social media and networking sites in accordance with the requirements of the Code of Conduct and relevant policies.

Request for information

Having regard to the above, ASX asks EQN to respond separately to each of the following questions:

1. Were EQN's protocol in relation to the review and release of ASX announcements followed in respect of the release of the Announcement?
2. Noting that the Announcement states that it was authorised for release by the Board of Equinox Resources Limited, were the Board and Mr Komur made aware of ASX's concerns regarding the inclusion of the Peer Comparison in the earlier not released version of the Announcement?
3. Noting that in response to ASX's query EQN stated that EQN takes full responsibility for ensuring that all public communications, including social media outputs from its executives, adhere strictly to the relevant guidelines and regulations, please explain why the Peer Comparison was deleted from the Announcement one the one hand and published on the LinkedIn Post including the revised LinkedIn post on the other?
4. If despite ASX's Guidance on Peer Comparisons, EQN maintains that the entities referenced in the Peer Comparison on the LinkedIn Post are comparable to EQN, please explain the basis for that view as it applies to each of the selected entities referenced in the Peer Comparison. In answering this question please explain why entities with only inferred resources (as is the case for EQN) were not selected for the comparison.
5. Please confirm that EQN is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that EQN'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 EQN 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 **3:00 PM WST Friday, 14 June 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, EQN's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out above and may require EQN to request a trading halt immediately if trading in EQN's securities is not already halted or suspended.

Your response should be sent by e-mail to **ListingsCompliancePerth@asx.com.au**. It should not be sent directly to the ASX Market Announcements Office. This is to allow us 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.

Suspension

If you are unable to respond to this letter by the time specified above, absent a request for a trading halt to respond to ASX's queries, ASX will likely suspend trading in EQN's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to EQN'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 EQN'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 all or any part of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A. The usual course is for the correspondence to be released to the market.

Regards

James Rowe
Head of Listings Compliance (Perth)