

11 December 2017

Ms I Andrews  
ASX Compliance Pty Ltd  
20 Bridge Street  
**Sydney NSW 2000**

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

Dear Isabelle

**Re: APPENDIX 3Y – CHANGE OF DIRECTOR’S INTEREST NOTICE**

We refer to your letter dated 7 December 2017, in relation to the Appendix 3Y’s lodged by the Company on 6 December 2017, and respond to the questions raised in your letter as follows:

**1. Please explain why the Appendix 3Y was lodged late.**

On 25 October 2017, the Company lodged an Appendix 3B for the issue of 9,000,000 Performance Rights of which 4,000,000 were issued to Directors, as approved by shareholders, pursuant to the Meteoric Performance Rights Plan. Due to an administrative oversight, the Company inadvertently failed to also lodge the Appendix 3Y’s to reflect the resulting change in director’s interest.

On preparation of the Appendix 3Z lodged on 6 December 2017, the Company became aware of this oversight and rectified the directors’ security holding in the lodged Appendix 3Y’s.

**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?**

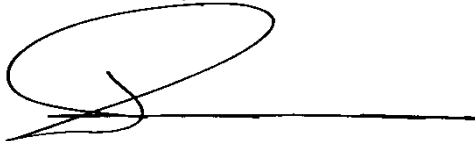
The Directors of the Company are fully aware of and understand their obligations under listing rule 3.19A and section 205G of the Corporations Act.

The Company has a standard “Consent to Act as a Director and Statutory Information” form which incorporates all the initial requirements to satisfy both Corporations Act and ASX listing rule requirements. The form also incorporates an obligation in relation to ongoing notification of any changes to reportable information. In addition, the company has a standard letter agreement in the form set out in attachment 1 of Guidance Note 22 of the ASX listing rules. The Company’s Corporate Governance Manual incorporates these disclosure obligations.

**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?**

The company believes that the arrangements in place are adequate to ensure compliance with listing rule 3.19B, with the non-disclosure having been an internal administrative oversight, however the notification received from ASX has been circulated to all directors and they have been reminded of their obligations under listing rule 3.19A and section 205G of the Corporations Act.

Yours faithfully

A handwritten signature in black ink, consisting of a large, stylized loop followed by a horizontal line extending to the right.

**Rudolf Tieleman**  
**Company Secretary**



7 December 2017

Mr Rudolf Tieleman  
Ground Floor  
10 Outram Street  
West Perth WA 6005

By email:

Dear Mr Tieleman

**Meteoric Resources NL (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice**

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on 6 December 2017 for Mr Neville Bassett;
2. The Appendix 3Y lodged by the Entity with ASX on 6 December 2017 for Mr Graeme Clatworthy;
3. The Appendix 3Y lodged by the Entity with ASX on 6 December 2017 for Mr George Sakalidis.

(together the “Directors’ Notices”)

4. 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.

5. 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.

6. 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.

The Appendices 3Y indicate that a change in Directors' notifiable interest occurred on 25 October 2017. It appears that the Directors' Notices should have been lodged with ASX by 1 November 2017. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B. It also appears the directors concerned may have breached section 205G of the Corporations Act.

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

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity 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*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendices were lodged late.
2. What arrangements does the Entity 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 the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at [TradingHaltsPerth@asx.com.au](mailto:TradingHaltsPerth@asx.com.au). It should not be sent to the ASX 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 (**i.e before 6.30 a.m. WST) on Tuesday 12 December 2017.**

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

*[Sent electronically without signature]*

Isabelle Andrews  
**Adviser, Listings (Perth)**