

20 January 2020

ASX Limited  
Level 40, Central Park  
152 – 158 St Georges Terrace  
PERTH WA 6000  
Attn: Daniel Nicholson

BY EMAIL: [daniel.nicholson@asx.com.au](mailto:daniel.nicholson@asx.com.au) and [listingscomplianceperth@asx.com.au](mailto:listingscomplianceperth@asx.com.au)

Dear Mr Nicholson

**ORMINEX LIMITED (ASX: ONX) ('the Company') – RESPONSE TO APPENDIX 3Y – CHANGE OF DIRECTOR'S INTEREST NOTICE QUERY**

We refer to your letter dated 16 January 2020 with respect to the subject matter and respond to your request for information in the same order as raised:

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

Ross Graham's off market transfer was completed on 27 December 2019 and due to the Christmas and New Year closure of his office there was an administration delay notifying the Company Secretary.

2. ***What arrangement does ONX 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?***

The Company has a Trading Policy in place (available on its website: [orminex.com.au](http://orminex.com.au)) which is provided to each Director upon their appointment as part of their induction. The Trading Policy is also re-circulated to all Directors during 'black out' trading periods as a reminder of their obligations.

Included in engagement letters with each Director are provisions relating to compliance with the Company Trading Policy as well as ASX Listing Rules in relation to Director interests.

3. ***If the current arrangements are inadequate or not being enforced, what additional steps does ONX intend to take to ensure compliance with Listing Rule 3.19B?***

The Directors have reviewed the current arrangements and believe them to be adequate. All Directors have been reminded of their obligations and copies of the Trading Policy and engagement letters have been recirculated.



The Company has also noted the matter for discussion at the next Board meeting and will review and address the relevant clauses within Clause 9 (Trading Policy) of the Corporate Governance Plan.

The Company has also taken the additional step of automatically tracking any movements in Director holdings through its online share registry platform.

This response has been approved and authorised for release by the Board of the Company. Should you require any further clarification please do not hesitate to contact the undersigned.

Yours faithfully

Kelly Moore  
**Company Secretary**  
**ORMINEX LIMITED**



16 January 2020

Ms Kelly Moore  
Company Secretary  
Orminex Limited

By email

Dear Ms Moore

**Orminex Limited ('ONX'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. ONX's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 15 January 2020 for Mr Ross Graham (the 'Notice');
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 Notice indicates that a change in Mr Graham's notifiable interest occurred on 27 December 2019. It appears that the Notice should have been lodged with ASX by 6 January 2020. Consequently, ONX may have breached 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 entities for its reporting requirements.

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ASX reminds ONX of its contract with ASX to comply with the Listing Rules. In the circumstances, ONX should make necessary arrangements to ensure it does not continue to breach the Listing Rules.

### **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 was lodged late.
2. What arrangements does ONX 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 ONX intend to take to ensure compliance with Listing Rule 3.19B?

### **When and where to send your response**

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 to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, no later than half an hour before the start of trading (i.e. before 9:30 am AEDT) on 21 January 2020.

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.

### **Enquiries**

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

Yours faithfully

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**Daniel Nicholson**  
Adviser, Listings Compliance (Perth)