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Mr Wade Baggott  
Manager, Listings Compliance  
ASX Perth  
152 – 158 St Georges Terrace  
PERTH WA 6000  
By email to: [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@asx.com.au)

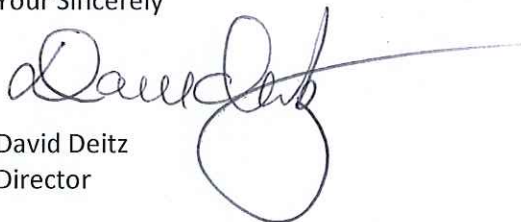
2 April 2020

Dear Sir

In response to your letter of 30 March 2020 we provide the following information:

- 1) Refer Attachment 1
- 2) The Notices were lodged late due to an internal administrative oversight. Upon the Company becoming aware of this oversight the Notices were lodged as soon as possible. In the case of the Howland-Rose Notice, the delay was partly attributable to the fact that Mr Howland Rose had overlooked his notification obligations having been on extended personal leave and heavily occupied as a carer for an immediate family member.
- 3) Gullewa has in place a Securities Trading Policy, a copy of which has been provided to each director, which requires directors to advise the Company, within 3 business days, of any transactions involving shares, for notification to ASX.
- 4) The directors have been reminded of their obligations under the Securities Trading Policy and the Listing Rules to keep the Company informed of any changes to their interests in the Company, and of any circumstances giving rise to a disclosure obligation under Listing Rule 3.19A. Furthermore Gullewa will now prepare an updated deed for the Company and each director to sign obliging each director to advise Gullewa of any change in his notifiable interests.
- 5) Gullewa confirms that there was no trading during a closed period in respect of each of the Notices.
- 6) Gullewa confirms it is in compliance with its Continuous Disclosure requirements, including under Listing Rule 3.1.
- 7) The responses contained in this letter and their issue have been approved by the Gullewa Board.

Your Sincerely



David Deitz  
Director

## Attachment 1

Number	Cost	Brokerage	Fee	Total
449,496	\$ 16,182	\$ 125	\$ 13	\$ 16,319
513,200	\$ 17,962	\$ 126	\$ 13	\$ 18,100
100,000	\$ 2,815			\$ 2,815
87,736	\$ 2,457			\$ 2,457
12,264	\$ 343	\$ 125	\$ 13	\$ 481
64,861	\$ 1,427			\$ 1,427
1,227,557	\$ 41,186	\$ 376	\$ 38	\$ 41,599

Purchase on 13/3/2020 \$ 16,319

Transposed wrongly on 3Y \$ 13,619

Difference	\$ 2,700
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Total on 3Y \$ 38,899

Actual Total \$ 41,599

	\$ (2,700)
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30 March 2020

Mr David Deitz  
Company Secretary  
Gullewa Limited  
Level 8, Quantum House, 49-51 York Street  
SYDNEY NSW 2000

By email: ddeitz@gullewa.com

Dear Mr Deitz

### **Gullewa Limited ('GUL'): Appendix 3Y – Change of Directors' Interest Notice Query**

ASX refers to the following:

1. GUL's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 23 March 2020 for Mr Anthony William Howland-Rose (the 'Howland-Rose Notice');
2. GUL's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 26 March 2020 for Mr Eddie Lee (the 'Lee Notice')

GUL's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 26 March 2020 for Mr David Deitz (the 'Deitz Notice') (together with the Howland-Rose Notice and Lee Notice, the 'Notices');

3. 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."*

4. 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 Howland-Rose Notice indicates that a change in Mr Howland-Rose's notifiable interests occurred on 28 December 2019 and between 16 June 2019 and 17 March 2020. It appears that the Howland-Rose Notice should have been lodged with ASX by 7 January 2020.

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The Lee Notice indicates that a change in Mr Lee's notifiable interests occurred on 2 December 2019 and 28 December 2019. It appears that the Lee Notice should have been lodged with ASX by 9 December 2019 and 7 January 2020.

Consequently, GUL may have breached Listing Rules 3.19A and/or 3.19B in respect of the Notices. Please note that ASX is required to record details of breaches of the Listing Rules by listed entities for its reporting requirements.

ASX reminds GUL of its contract with ASX to comply with the Listing Rules. In the circumstances, GUL 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. In respect of the Howland-Rose Notice, please set out the number of securities traded, value traded, and dates of trades for each of the trades between 16 June 2019 and 17 March 2020.
2. Please explain why the Notices were lodged late.
3. What arrangements does GUL 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?
4. If the current arrangements are inadequate or not being enforced, what additional steps does GUL intend to take to ensure compliance with Listing Rule 3.19B?
5. For each of the Notices, please confirm whether the interests in the securities detailed in the Notices were traded during a +closed period where prior written clearance was required.
6. Please confirm that GUL is complying with the Listing Rules and, in particular, Listing Rule 3.1.
7. Please confirm that GUL's responses to the questions above have been authorised and approved in accordance with the published disclosure policy or otherwise by its Board of an officer of GUL with delegated authority from the Board to respond to ASX on disclosure matters.

### **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 3 April 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 sincerely

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**Wade Baggott**  
Manager, Listings Compliance (Perth)