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May 5, 2020

**Sent by email: [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@asx.com.au)**

## **APPENDIX 3Y – CHANGE OF DIRECTORS INTEREST NOTICE QUERY**

In reference to your letter of 1 May 2020 regarding the Appendix 3Y lodged on the ASX Market Announcements Platform, for Mr Anthony Brown on 30 April 2020, the response to your three queries are as follows:

**1. Please explain why the Appendices 3Y were lodged late?**

According to Mr Brown, he had prepared and emailed the Company the details of his share trades on or about 27<sup>th</sup> April 2020. It was on 30<sup>th</sup> April 2020, that Mr Brown realised that the email he thought he sent on 27<sup>th</sup> April 2020, had in fact not been sent and remained in his email outbox as unsent. Mr Brown advised that he had experienced unstable internet access for a period of +35 days and had reported the outages with the internet provider and now with the Telecommunications Industry Ombudson. Mr Brown on this occasion, had failed to check, that his email to the Company containing his notification of trades for 21 April 2020, 22 April 2020 and 27 April 2020, had actually been successfully sent.

**2. What arrangements does SCT have in place under listing rule 3.10B with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A?**

The Company considers that the current arrangements in place to make disclosure under LR 3.19A are adequate and being enforced and that failure to do so on this occasion was due to an oversight by Mr Brown. Upon discovery of this oversight, share trading details were immediately sent to the Company Secretary on 30 April where an Appendix 3Y was prepared and lodged immediately.

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

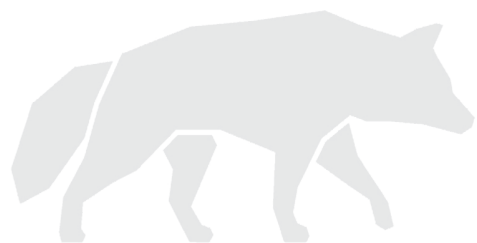


The Company is satisfied that its procedures are adequate to ensure compliance with ASX Listing Rule 3.19B.

Please contact me if you would like to discuss any of the above matters.

Yours sincerely,

STUART USHER  
Company Secretary





1 May 2020

Reference: ODIN17430

Mr Stuart Usher  
Company Secretary  
Scout Security Limited  
Suite 1, GF  
437 Roberts Road  
SUBIACO WA 6008

By email: susher@regencycorporate.com.au

Dear Mr Usher

**Scout Security Limited ('SCT'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. SCT's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 30 April 2020 for Mr Anthony Brown (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 Brown's notifiable interests occurred on 21 April 2020, 22 April 2020 and 27 April 2020. In relation to Mr Brown's notifiable interests which occurred on 21 April 2020 and 22 April 2020, it appears that a notice should have been lodged with ASX by 28 April 2020 and 29 April 2020, respectively. Consequently, SCT may have breached Listing Rules 3.19A and/or 3.19B.

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

ASX reminds SCT of its contract with ASX to comply with the Listing Rules. In the circumstances, SCT 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 Appendices 3Y were lodged late.
2. What arrangements does SCT 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 SCT 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 AEST) on 5 May 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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**Vanessa Nevjestic**  
Adviser, Listings Compliance (Perth)