

26 June 2020

Ms Isabelle Andrews
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ASX
Level 40, Central Park
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Perth WA 6000

By Email: ListingsCompliancePerth@asx.com.au

Initial Director's Interest Notice Query

We refer to your letter dated 24 June 2020 and with specific reference to your queries contained therein, we respond to each of your questions as follows:

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

The Appendices were lodged late due to an administrative oversight, the fact the Company Secretary changed and as such it was difficult to obtain the relevant information and the fact that one of the parties is based overseas and as such it was difficult to obtain the relevant confirmations.

2. What arrangements does APV 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's Continuous Disclosure Policy is designed to ensure the compliance with ASX Listing rules disclosure. Each Director understands the requirements to disclose their interests within the prescribed time and the Company Secretary has undertaken a review of its governance and compliance practices and is confident that the Company's ongoing reporting obligations will be complied with in a timely manner.

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

Notwithstanding this administrative error the Company believes the current arrangements are adequate.

The Board understands the importance of the need to ensure compliance with the Listing Rules, and the Board is confident that it now has adequate processes in place to ensure compliance with Listing Rules 3.19B.

Yours sincerely,



Andrew Whitten
Director & Company Secretary
Appsvillage Australia Limited



24 June 2020

Reference: ODIN19807

Mr Andrew Whitten
Company Secretary
AppsVillage Australia Limited
Suite 3, Level 10, 23 Hunter Street
SYDNEY NSW 2000

By email:

Dear Mr Whitten

AppsVillage Australia Limited ('APV'): Appendix 3X – Initial Director's Interest Notice Query

ASX refers to the following:

1. APV's announcement lodged on the ASX Market Announcements Platform ('MAP') on 10 June 2020 confirming the appointment of Mr Bahram Omid and Mr Andrew Whitten as directors of APV effective on 10 June 2020;
2. APV's Appendices 3X lodged on the ASX Market Announcements Platform ('MAP') on 22 June 2020 for Mr Omid and Mr Whitten (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.'

As the Notices indicate that Mr Omid and Mr Whitten were appointed on 10 June 2020, it appears that the Notices should have been lodged with ASX by 17 June 2020. As the Notices were lodged on 22 June 2020, it appears that APV 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.

ASX reminds APV of its contract with ASX to comply with the Listing Rules. In the circumstances, APV 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 3X were lodged late.
2. What arrangements does APV 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 APV 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. 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 **5 pm AWST on Friday 26 June 2020**.

Release of correspondence between ASX and entity

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A.

Enquiries

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

Kind regards

Isabelle Andrews
Senior Adviser, Listings Compliance (Perth)