

12 January 2015

Jeremy Newman
Adviser, Listings Compliance (Perth)
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

Dear Jeremy

I refer to your letter dated 7 January 2015 regarding the late lodgement of the Appendix 3B and Appendix 3Y and respond as follows:

1. The late lodgement of the Appendix 3B occurred due to a management oversight in relation to the need to lodge.
2. The late lodgement of the Appendix 3Y occurred due to a management oversight in relation to the need to lodge.
3. The Company has arrangements in place where the Company Secretary will lodge an Appendix 3B immediately following the issue of securities to meet its disclosure obligations under listing rule 3.10.5.
4. The Company has arrangements in place where Directors must advise the Company Secretary immediately if any changes in security holdings occur to meet its disclosure obligations under listing rule 3.19A.
5. The Company believes the current arrangements are adequate to ensure compliance with listing rule 3.10.5.
6. The Company believes the current arrangements are adequate to ensure compliance with listing rule 3.19B.

Kind regards



Jay Stephenson
Company Secretary



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7 January 2015

Ms Julia Beckett
Company Secretary
Parker Resources Limited

By email: Julia@wolfstargroup.com.au

Dear Julia

Parker Resources Limited (the “Company”)

We refer to the following:

1. The Company’s announcement lodged with ASX Ltd (“ASX”) on 7 January 2015 regarding the announcement of a new issue of partly paid shares (“Appendix 3B”) and a change of director’s interest notice for Mr Adam Davey (“Appendix 3Y”).
2. Listing Rule 3.10.5 which requires (amongst other things) that an entity must immediately tell ASX about an issue of securities that has been made. If the issue is not a bonus issue or pro rata issue, the entity must complete Appendix 3B and give it to ASX at the same time.
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 an 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). The entity must complete an 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 an 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 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.

As the Appendix 3B indicates 8,000,000 partly paid shares were issued on 29 September 2014, the Appendix 3B should have been lodged immediately. As the Appendix 3B was lodged on 7 January 2014 it appears that the Company may be in breach of listing rules 3.10.5.

As the Appendix 3Y indicates a change in Mr Davey's notifiable interest occurred on 29 September 2014, the Appendix 3Y should have been lodged with ASX by no later than 7 October 2014. As the Appendix 3Y was lodged on 7 January 2015 it appears that the Company may be in breach of 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 companies for its reporting requirements. In recording these breaches, it is noted that the Company first attempted to lodge the Appendix 3B and 3Y on 31 December 2014.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.10.5, 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", we ask that you answer each of the following questions.

1. Please explain why the Appendix 3B was lodged late.
2. Please explain why the Appendix 3Y was lodged late.
3. 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 3.10.5?
4. 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?
5. 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 3.10.5?
6. 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?

Your response should be sent to me by e-mail to jeremy.newman@asx.com.au. It should not be sent to the Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than **3:00 pm WST on Friday, 9 January 2015**.

Under listing rule 18.7A, a copy of this query 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, please contact me immediately.

Yours sincerely,

[sent electronically without signature]

Jeremy Newman
Adviser, Listings Compliance (Perth)