

15 September 2016
Andrew Kabega
Senior Adviser
ASX Compliance Pty Limited
20 Bridge Street
Sydney NSW 2000

By email: Andrew.Kabega@asx.com.au

RE: Emperor Range Group Limited ("The Company")

Dear Andrew,

I acknowledge receipt of your letter dated 14 September 2016 regarding the failure of the Company to comply with ASX Listing Rules 3.19A and 3.19B.

Accordingly, in relation to the questions raised in your letter, I respond on behalf of the Company as follows:

1. Please explain why the Appendix was lodged late.

It was Mr Chen's initial trading transaction since the company's listing and he received the "Buy Confirmation" letter from the broker (OpenMarkets) by email on 1 September 2016. According to the Buy Confirmation letter, the trade date was 31/08/2016 and the settlement date was 2/09/2016. He had regarded the settlement date as his interest change date rather than the trading date.

2. What arrangements does the Entity 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 requirement for adherence to the disclosure obligations is advised to every board member. The company has a publicized policy on trading in securities by directors and officers of the Company.

3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19?

Reminders to directors holding shares for the requisite notification requirements of their interest change will be implemented to avoid non-compliance of listing rule 3.19.

Please contact me if you require any further information.

Regards,
Sherry Tao Xue
Company Secretary



14 September 2016

Ms Sherry Xue
Company Secretary
Emperor Range Group Limited
8 Billarga Road
Westleigh NSW 2120

By email: sherry.xuet@ergau.com

Dear Ms Xue,

EMPEROR RANGE GROUP LIMITED (the "Entity"): Appendix 3Y – Change of Director's Interest Notice

We refer to the following;

1. The Appendices 3Y lodged by the Entity with ASX on Friday, 9 September 2016 and Tuesday, 13 September 2016 for Mr Chen Yuhan (the "Director 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 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.

The Appendix 3Y indicates that a change in the Director's notifiable interest occurred on 31 August 2016. It appears that the Director's Notice should have been lodged with ASX by 7 September 2016. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B. It also appears the director concerned may have breached section 205G of the Corporations Act.

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

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

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*, we ask that you answer each of the following questions.

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Entity 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 the Entity intend to take to ensure compliance with listing rule 3.19?

Your response should be sent to me by e-mail at Andrew.kabega@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, not later than half an hour before the start of trading (i.e. before 9.30 a.m. A.E.S.T.) on Friday, 16 September 2016.



ASX

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

Yours sincerely

[Sent electronically without signature]

Andrew Kabega

Senior Adviser, Listings Compliance (Sydney)