



COPPERMOLY
Limited

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28 July 2022

Justin Nelson
Principal Adviser, Listings Compliance
20 Bridge Street
Sydney NSW 2000

Dear Justin,

I refer to your letter dated 27 July 2022 in relation to the Appendix 3Y that was lodged for Mr Grice which was released to the ASX on 26 July 2022.

You have queried the circumstances in respect of the sale of shares between 11 April 2022 to 14 April 2022 as disclosed in the 26 July 2022 Appendix 3Y.

By way of background, in April 2022 Mr Grice placed a sale order for 1,000,000 shares. A total of 996,593 shares were sold between the period 5 April 2022 and 7 April 2022 and the Company released an Appendix 3Y to the ASX on 11 April 2022 in respect of the sale of 996,593 shares.

Subsequent to the announcement of 11 April, a further 3,407 shares were sold between 11 April 2022 and 14 April 2022 (**Residual Parcel**), comprising the balance of the existing sale order of 1,000,000 shares.


On 20 July 2022, Mr Grice sold a further 309,148 fully paid ordinary shares (**Subsequent Sale**).

It was only upon collation of the data required for the Appendix 3Y for the Subsequent Sale that Mr Grice identified that the sale of the Residual Parcel of shares sold between 11 April 2022 and 14 April 2022 had, inadvertently, not been disclosed in the form of an Appendix 3Y and, as such, these were recorded in the 26 July 2022 Appendix 3Y.

Responding to your specific questions and taking into account the information referred to above:

1. The details of why the Appendix 3Y was lodged late for the Residual Parcel of shares sold between 11 April 2022 and 14 April 2022 has been outlined above.
2. The Company has entered into disclosure agreements with each director under which directors are obliged to provide all necessary information so that the Company can meet its disclosure obligations under Listing Rule 3.19A. These requirements are also contained in the Company's securities trading policy.
3. The Board has accepted an apology from Mr Grice, who has noted the inadvertent oversight of his obligations. The Board has also addressed the requirements of its directors when considering trading in the company's securities as provided for by the trading policy. In the circumstances, including the explanations provided by Mr Grice as noted in this response, and the fact that it is an isolated instance that appears to be attributed solely to an administrative error, the Board does not consider that the arrangements are inadequate and does not intend to take any further action.

Sincerely,


Craig McPherson
Company Secretary



27 July 2022

Reference: 55635

Mr Craig McPherson
Company Secretary
Coppermoly Limited
2/42 Morrow St
Taringa QLD 4068

By email: craigm@mhprivate.com

Dear Mr McPherson

Coppermoly Limited ('COY'): Appendix 3Y – Change of Director's Interest Notice Query

ASX refers to the following:

1. COY's Appendix 3Y lodged on ASX Market Announcements Platform ('MAP') on 26 July 2022 for Mr Kevin Grice (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 Grice's notifiable interest occurred on 11 April 2022, 12 April 2022, 13 April 2022, 14 April 2022 and 20 July 2022. It appears that the Notice should have been lodged with ASX by 18 April 2022. Consequently, COY may have breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr Grice may have breached section 205G of the *Corporations Act 2001* (Cth).

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 Appendix 3Y was lodged late.
2. What arrangements does COY 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 COY intend to take to ensure compliance with Listing Rule 3.19B?

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **5:00 PM AEST Thursday, 28 July 2022**. You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, COY's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in this paragraph and may require COY to request a trading halt immediately.

Your response should be sent to me by e-mail at ListingsComplianceSydney@asx.com.au. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in COY's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in *Guidance Note 16 Trading Halts & Voluntary Suspensions*.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in COY's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to COY's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure*: Listing Rules 3.1 – 3.1B. It should be noted that COY's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

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.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Yours sincerely

Justin Nelson

Principal Adviser, Listings Compliance (Sydney)