

# Market Announcement

15 February 2023

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## Purifloh Limited (ASX: PO3) – Suspension from Quotation

### Description

The securities of Purifloh Limited ('PO3') will be suspended from quotation under Listing Rule 17.3 from the commencement of trading on Wednesday, 15 February 2023 as PO3 has failed to take the action requested by ASX in the attached letters from ASX to PO3 dated 7 February 2023 and 29 November 2022 to rectify PO3's non-compliance with Listing Rules 4.7.3 and 4.10.3 for the periods ended 30 June 2022 and 30 June 2021, respectively.

PO3's securities will remain suspended pending PO3 complying with Listing Rules 4.7.3 and 4.10.3 to ASX's satisfaction for each of the years ended 30 June 2022 and 30 June 2021.

### Issued by

**Rana Kurban**

Adviser, Listings Compliance



7 February 2023

Reference: 65631

Mr Simon Lill  
Company Secretary  
PurifLOH Limited  
Level 3, 2-4 Ross Place  
South Melbourne VIC 3205

By email: [simon.lill@purifloh.com](mailto:simon.lill@purifloh.com)

Dear Mr Lill

**PurifLOH Limited ('PO3'): Corporate governance disclosures - Breach**

ASX refers to:

- PO3's annual report for the year ended 30 June 2022 lodged on the ASX Market Announcements Platform ('MAP') on 30 September 2022 ('2022 Annual Report');
- PO3's amended annual report for the year ended 30 June 2021 lodged on MAP on 11 November 2021 ('2021 Annual Report');
- PO3's failure to lodge an Appendix 4G Key to Disclosures – Corporate Governance Principles and Recommendations with ASX at the same time as it lodged its 2022 Annual Report and 2021 Annual Report (respectively); and
- ASX's letter to PO3 dated 29 November 2022 highlighting PO3 failure to comply with Listing Rules 4.7.3 and 4.10.3 and requiring PO3 to correct its non-compliance by lodging on MAP updated corporate governance statements and a completed Appendix 4G for the years ended 30 June 2021 and 30 June 2021 by 13 December 2022.
- All subsequent telephone calls and emails from ASX to PO3.

Despite that letter and subsequent communications, PO3 still has not lodged updated corporate governance statements and Appendixes 4G on MAP for the years ended 30 June 2022 and 30 June 2021.

As noted in that letter, Listing Rule 4.10.3 requires a listed entity to include in its annual report a corporate governance statement which must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

The corporate governance statement must also:

- specify the date at which it is current; which must be the entity's balance date or a later date specified by the entity; and
- state that it has been approved by the board of the entity (or, in the case of a trust, the board of the responsible entity of the trust).

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Listing Rule 4.7.3 requires a listed entity to give ASX a completed Appendix 4G at the same time as it lodges its annual report.

The Appendix 4G is an important document. It directs investors and other stakeholders to where they can find additional information about an entity's corporate governance practices over and above the information provided in its corporate governance statement.

#### **Action Required**

ASX requires PO3 to undertake the steps outlined in ASX's letter dated 29 November 2022 as **a matter of priority** and in any event by no later than the close of business on 14 February 2023. If it fails to do so, ASX intends to suspend trading in PO3's securities under Listing Rule 17.12 from the commencement of trading on the following trading day.

#### **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.

Kind regards

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**Rana Kurban**  
Compliance Adviser, Listings Compliance (Melbourne)



29 November 2022

Reference: ODIN63638

Mr Simon Lill  
Company Secretary  
PurifloH Limited  
Level 3, 2-4 Ross Place  
South Melbourne VIC 3205

By email: [simon.lill@purifloh.com](mailto:simon.lill@purifloh.com)

Dear Mr Lill

**PurifloH Limited ('PO3'): Corporate governance disclosures – Breach**

ASX refers to:

- PO3's annual report for the year ended 30 June 2022 lodged on the ASX Market Announcements Platform ('MAP') on 30 September 2022 ('2022 Annual Report');
- PO3's amended annual report for the year ended 30 June 2021 lodged on MAP on 11 November 2021 ('2021 Annual Report'); and
- PO3's failure to lodge an Appendix 4G Key to Disclosures – Corporate Governance Principles and Recommendations with ASX at the same time as it lodged its 2022 Annual Report and 2021 Annual Report (respectively).

It would appear to ASX that PO3 has failed to comply with the corporate governance disclosure requirements in Listing Rules 4.7.3 and 4.10.3.

The corporate governance statements included in the 2022 and 2021 Annual Reports do not appear to comply with Listing Rule 4.10.3 as each statement fails to:

- address the extent to which PO3 followed, or did not follow, all of the recommendations set by the ASX Corporate Governance Council for the years ending 30 June 2022 and 30 June 2021 (respectively), including (but not limited to) recommendations 1.2, 1.3, 1.4, 1.5, 1.6, 2.1, 2.2, 2.3, 2.4, 2.6, 3.3, 3.4, 4.1, 4.2, 4.3, 7.1, 7.2, 7.3, 7.4 and 8.1 of the ASX Corporate Governance Council and, where it did not follow the specified recommendation, state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during the relevant period; and
- specify the effective date of the relevant statement and include a statement that it has been approved by PO3's board.

Listing Rule 4.10.3 requires a listed entity's corporate governance statement to disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.10.3, a listed entity's corporate governance statement must also:

- specify the date at which it is current, which must be the entity's balance date or a later date specified by the entity; and

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- state that it has been approved by the board of the entity (or, in the case of a trust, the board of the responsible entity of the trust).

Listing Rule 4.7.3 requires an entity to give ASX a completed Appendix 4G at the same time as it lodges its annual report.

The Appendix 4G is an important document. It directs investors and other stakeholders to where they can find additional information about an entity's corporate governance practices over and above the information provided in its corporate governance statement.

ASX notes that PO3 failed to lodge an Appendix 4G on MAP when it lodged each of the 2022 and 2021 Annual Reports.

#### **Action Required**

In accordance with Listing Rule 18.8, ASX requires PO3 to rectify its non-compliance with Listing Rules 4.7.3 and 4.10.3 by lodging on MAP:

- an updated corporate governance statement that complies with Listing Rule 4.10.3, and a completed Appendix 4G, for the year ended 30 June 2022; and
- an updated corporate governance statement that complies with Listing Rule 4.10.3, and a completed Appendix 4G, for the year ended 30 June 2021.

ASX requires this to be done by close of business on **Tuesday, 13 December 2022**.

#### **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.

Kind regards

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**Rana Kurban**  
Compliance Adviser, Listings Compliance (Melbourne)