

VOLTAGE IP LIMITED

ABN: 83 057 884 876

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13th November 2015

ASX Compliance Pty Ltd
Melbourne VIC 3000

RESPONSE TO APPENDIX 3Y ENQUIRY

An Appendix 3Y 'change to a notifiable interest of a director' was lodged with ASX on 19th October 2015 for Mr. Pok Seng Kong, a director of the Company, following a change to the director's interest in Voltage IP Limited that occurred on 12th October 2015. The Appendix 3Y was lodged two business days later than required under the Listing Rules (3.19A and 3.19B)

Following receipt of an enquiry letter from ASX Compliance, dated 9 November 2015, the Company responds as follows:

1. The Appendix 3Y was lodged late due to an administrative date error.
2. On 21st October 2015, all Directors were issued with a new Director Appointment letter that, amongst other matters, advised them of their obligations as a director of the Company with specific reference made to the disclosure requirements for trading of shares in an ASX listed company to ensure they understand and meet their disclosure obligations under listing rule 3.19A.
3. The Company has received a signed copy of the Director Appointment letter, and hence acknowledgement of their obligations as a director, and therefore believes that all directors have been adequately informed and reminded of the requirements to ensure compliance with listing rule 3.19B.

Yours sincerely,



Andrew Metcalfe
Company Secretary



9 November 2015

Mr Andrew Metcalfe
Company Secretary
Voltage IP Limited
Level 4, 468 St Kilda Road
Melbourne VIC 3004

By email: andrew@accosec.com

Dear Andrew,

Voltage IP Limited (the “Company”)

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX on 21 October 2015 for Mr Pok Seng Kong.
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.

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

The Appendix 3Y indicates that changes in Mr Pok Seng Kong's notifiable interest occurred on 12 October 2015. It appears that the Notice should have been lodged with ASX by 19 October 2015. Consequently, the Company 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 companies for its reporting requirements.

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 3.19A 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 Company have in place 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 Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me on john.johansson@asx.com.au. It should not be sent to the Company 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.D.T.) on Monday, 16 November 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 should separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[Sent electronically without signature]

John Johansson

Adviser, Listings Compliance (Melbourne)