

14 June 2018

Advisor Listing Compliance (Perth)  
ASX Limited  
Level 40 Central Park  
152-158 St Georges Terrace  
Perth WA 6000

Att: Dawn James

By email: [Dawn.James@asx.com.au](mailto:Dawn.James@asx.com.au)  
[tradinghaltsperth@asx.com.au](mailto:tradinghaltsperth@asx.com.au)

**ASX Query Letter: Appendix 3X – Initial Directors Interest Notice**

We refer to your correspondence dated 13 June 2018 regarding the timing of submission of the Appendix 3X. We set out information below pertaining to your questions.

*1. Please explain why the Appendix 3X were lodged late.*

The late lodgement was a result of an internal procedural oversight and delay in the notification process. The delay was not caused by any oversight or action on the part of the director.

*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?*

- Each non-executive director is informed of the Companies obligations under listing rule 3.19A and 3.19B and Guidance Note 22 and requires a director to promptly notify the Company Secretary of any changes to the directors Kalia Ltd shareholding or interest.
- The procedure for appointment of new directors include a shareholding check.
- The procedure for preparing Kalia Ltd Annual Report includes confirmation by directors of the number of Kalia Ltd shares held directly and indirectly by them.

*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 3.19B?*

Kalia Ltd considers that the procedures it has in place with its directors are adequate to enable compliance with the relevant obligations.

The recent internal procedural oversight and delay in the notification has illustrated that there is further scope to improve the internal notification and ongoing awareness when recruited to the time of resignation of directors. This will include timely and more frequent correspondence in improving awareness of directors and company obligations and implementing a system whereby Kalia Ltd share registry advises of all changes in director's shareholding.

Yours sincerely



**Phillip Hartog**  
Company Secretary



13 June 2018

Mr Philip Hartog  
Company Secretary  
Kalia Ltd  
17 Rheola Street  
West Perth, WA 6005

By email:

Dear Mr Hartog

**Kalia Ltd (the “Entity”): Appendix 3X – Initial Director’s Interest Notice**

We refer to the following;

1. The announcement lodged by the Entity with ASX Limited (“ASX”) on 11 May 2018 confirming the appointment of Sean O’Brien as a director of the Entity effective 11 May 2018;
2. The Appendix 3X lodged by the Entity with ASX on 13 June 2018 for Sean O’Brien (the “Director Notice”);
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 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.

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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 3X indicated that the director was appointed on 11 May 2018 it appears that the Appendix 3X should have been lodged with ASX by 18 May 2018. As the Appendix 3X was lodged on 13 June 2018, it appears that the Entity 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 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*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendix 3X 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 3.19B?

Your response should be sent to me by e-mail at [tradinghaltspert@asx.com.au](mailto:tradinghaltspert@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 2.00 pm WST) on Friday 15 June 2018.

Under listing rule 18.7A, a copy of this letter 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 about any of the above, please contact me immediately.

Kind regards

*[Sent electronically without signature]*

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**Dawn James**

Adviser, Listings Compliance (Perth)

T 08 9224 0000