

#### 18 February 2016

Ms Frieda Orr Adviser, Listings Compliance (Perth) ASX Compliance Pty Ltd Level 40, Central Park, 152-158 St Georges Terrace Perth WA 6000

By email: frieda.orr@asx.com.au

Re. Compliance with listing rule 3.19A – Change of Directors Interest Notice.

Euroz confirms receipt of a letter of enquiry from the ASX in relation to an Appendix 3Y for Mr Jay Hughes released to the ASX on 15 February 2016 and its compliance with listing rule 3.19A. Euroz wishes to respond as follows;

- 1. The 'date of change' referenced in the Appendix 3Y was incorrect. The date of change should have read 9/02/2016 as opposed to 02/01/2016. Euroz confirms the appendix 3Y was not lodged late.
- 2. Euroz uses a combination of internal reporting systems and alerts offered by Computershare Investor Services to manage its disclosure obligations under 3.19A.
- 3. The current arrangements are adequate however the form filling required by the ASX is a manual process and prone to human error. Euroz will endeavour to be more diligent in completing these forms going forward. An amended disclosure for Mr Hughes is attached to this response. Euroz confirms it is in compliance with the ASX listing rules.

Regards,

Chris Webster
Company Secretary
Euroz Limited
P: (08) 9488 1412
cwebster@euroz.com

Rule 3.19A.2

# **Appendix 3Y**

## Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	EUROZ LIMITED	
ABN	53 000 364 465	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Jay Hughes
Date of last notice	29/01/2016

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.  Date of change	Mr Hughes is the sole Director and the sole shareholder of Inkese P/L Mr Hughes is a beneficiary of the Inkese Family Account and the Inkese Super Fund  09/02/2016	
No. of securities held prior to change	Inkese Pty Ltd 1,025,000 Ordinary Shares  Mr Jay Hughes & Mrs Linda Hughes <inkese fund="" super=""> Ordinary Shares - 1,520,000  Mr Jay Evan Dale Hughes Ordinary Shares - 113,969 (subject to vesting conditions)  Mr Jay Evan Dale Hughes <inkese account="" family=""> 8,960,000 Ordinary Shares  Total = 11,618,969</inkese></inkese>	
Class	Fully Paid Ordinary	

<sup>+</sup> See chapter 19 for defined terms.

Number acquired	26,800	
Number disposed	Nil	
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	\$18,760.00	
No. of securities held after change	Inkese Pty Ltd 1,051,800 Ordinary Shares  Mr Jay Hughes & Mrs Linda Hughes <inkese fund="" super=""> Ordinary Shares - 1,520,000  Mr Jay Evan Dale Hughes Ordinary Shares - 113,969 (subject to vesting conditions)</inkese>	
	Mr Jay Evan Dale Hughes <inkese account="" family=""> 8,960,000 Ordinary Shares  Total = 11,645,769</inkese>	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market purchase	

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A	
Nature of interest	N/A	
Name of registered holder (if issued securities)	N/A	
Date of change	N/A	
No. and class of securities to which interest related prior to change  Note: Details are only required for a contract in relation to which the interest has changed	N/A	
Interest acquired	N/A	
Interest disposed	N/A	
Value/Consideration  Note: If consideration is non-cash, provide details and an estimated valuation	N/A	

<sup>+</sup> See chapter 19 for defined terms.

Interest after change	N/A

## Part 3 – +Closed period

Were the interests in the securities or contracts detailed	No
above traded during a +closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

<sup>+</sup> See chapter 19 for defined terms.



18 February 2016

Mr Chris Webster Euroz Limited Level 18, 58 Mounts Bay Road Perth WA 6000

By email: cwebster@euroz.com.au

Dear Chris,

#### **EUROZ LIMITED ("COMPANY")**

We refer to the following.

- 1. The Company's announcement lodged with ASX Ltd ("ASX") on 15 February 2016 regarding a change of director's interest notice for Mr Jay Hughes ("Appendix 3Y").
- 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 an 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). The entity must complete an 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 an 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.

As the Appendix 3Y indicates a change in Mr Hughes' notifiable interest occurred on 2 January 2016 the Appendix 3Y should have been lodged with the ASX by 11 January 2016. As the Appendix 3Y was lodged on 15 February 2016 it appears that the Company 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 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 3Y 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 by e-mail to <u>frieda.orr@asx.com.au</u>. It should <u>not</u> be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than **3:00 pm AWST** on **Monday, 22 February 2016.** 

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 must separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[Sent electronically without signature]

Frieda Orr

**Adviser, Listings Compliance (Perth)**