

18 December 2020

Market Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
Sydney NSW 2000

By email: [ListingsComplianceSydney@asx.com.au](mailto:ListingsComplianceSydney@asx.com.au)

## Kina Securities Limited (ASX: KSL)

### Appendix 3Y - Change of Director's Interest Notice Query

In response to the ASX's *Appendix 3Y - Change of Director's Interest Notice Query* dated 17 December 2020, Kina Securities Limited (**Kina** or the **Company**) confirms that for the purposes of ASX Listing Rule 18.7:

1. The late lodgement of the Appendix 3Y for Mr Pawson was due to an administrative oversight in the preparation and lodgement of an Appendix 3Y for the vesting of Mr Pawson's rights on 4 December 2020, which was included in the Appendix 3Y lodged on 16 December 2020, following the on-market purchase of shares to satisfy the vested rights on 15 December 2020.
2. Kina has the following arrangements 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:
  - a) the Company and its directors are aware of their obligations under the ASX Listing Rules including Listing Rules 3.19A and 3.19B; and
  - b) in accordance with Listing Rule 3.19B and Guidance Note 22, Kina has entered into *Disclosure of Director's Interests Agreements* with each of its directors when they are appointed to the Kina Board, which are regularly reviewed and formally updated at each meeting of the Board.
3. Kina confirms that following this incidents, the Company has reviewed its processes and believes that its disclosure arrangements are adequate and are being enforced and that this was an isolated incident which does not involve any substantive breach of the ASX Listing Rules.

For and on behalf of the Board.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Chetan Chopra".

Chetan Chopra  
Chief Financial Officer and Company Secretary  
Kina Securities Limited

*Authorised for lodgement: by order of the Board of Directors*



17 December 2020

Reference: 29009

Mr Phil Mackey  
Company Secretary  
Kina Securities Limited  
Level 9, Douglas St  
Port Moresby National Capital District  
Papua New Guinea 121

By email:

Dear Mr Mackey

**Kina Securities Limited ('KSL'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. KSL's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 16 December 2020 for Mr Greg Pawson (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 Pawson's notifiable interest of contracts occurred on 4 December 2020. It appears that the Notice should have been lodged with ASX by 11 December 2020. Consequently, KSL may have breached Listing Rules 3.19A and/or 3.19B. Subsequently, it is noted that Mr Pawson had a change

of interest in the securities of KSL on the 15 December 2020 which the Notice was later released on MAP on the 16 December 2020.

### Request for Information

Under Listing Rule 18.7, we ask that you answer each of the following questions having regard to the potential breach of lodging the Appendix 3Y late for the change in interest of contracts by Mr Pawson, Listing Rules 3.19A and 3.19B, *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 KSL 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 KSL 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 AEDT Tuesday, 22 December 2020**. 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, KSL's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require KSL to request a trading halt immediately.

Your response should be sent to me by e-mail at [ListingsComplianceSydney@asx.com.au](mailto: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 KSL'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 KSL's securities under Listing Rule 17.3.

### **Listing Rules 3.1 and 3.1A**

In responding to this letter, you should have regard to KSL'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 KSL'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.

Kind regards

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**Corey Lian**

Listings Adviser, Listings Compliance (Sydney)