

23 November 2017

*By Email*

Dear Hayley

I refer to your letter dated 22 November 2017 concerning late lodgement of the Appendix 3X's for Mr William Oliver, Mr Patrick Burke and Mr Jeremy King.

The Company regrets the late lodgement of the Appendices 3X and apologises for any unintended consequences that may have resulted from this situation. The Company's policy is to always ensure compliance with all ASX and statutory requirements.

With reference to the specific questions raised in your letter I advise as follows;

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

The Company acknowledges that the Appendices 3X were lodged late and that this was a result of an administrative oversight.

**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?**

In accordance with listing rule 3.19B, the Company has the following processes in place to ensure it is able to meet its disclosure obligations:

- a) Each Director is informed of ASX disclosure requirements upon their appointment.
- b) Part of the appointment packages for all new Directors is an agreement which places an obligation on the Directors to notify the Company of their initial interest on appointment and any ongoing disclosure of any changes. This obligation is also explained in their Letter of Appointment.

**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?**

The Company considers the current arrangement to be adequate and notes that the late lodgement of the Appendices 3X was a result of administrative oversight.

**For and on behalf of the board,**

Sarah Smith

Company Secretary



22 November 2017

Ms Sarah Smith  
Tando Resources Limited  
Unit 4, Level 1  
11 Ventnor Avenue  
WEST PERTH WA 6006

Email: [ss@miradorcorporate.com](mailto:ss@miradorcorporate.com)

Dear Ms Smith

**Tando Resources Limited (the "Company")**

We refer to the following:

The Appendices 3X lodged by the Company with ASX Ltd ("ASX") on 17 November 2017 for Mr William Oliver, Mr Patrick Burke and Mr Jeremy King ("Appendices 3X").

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.*

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.*

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.

As the Company was admitted to the Official List of ASX on 1 November 2017, it appears that the Appendices 3X should have been lodged with ASX by 7 November 2017. As the Appendices 3X was lodged on 17 November 2017, 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 Appendices 3X were 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 [Hayley.Pratt@asx.com.au](mailto:Hayley.Pratt@asx.com.au). It should not be sent to ASX Market Announcements.

A response is requested as soon as possible and, in any event, not later than **3:00 pm WST on Friday 24 November 2017**.

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]*

Hayley Pratt  
**Adviser, Listings Compliance (Perth)**