

4 July 2016

ASX Market Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

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

**RE: APPENDIX 3Z - FINAL DIRECTOR'S INTEREST NOTICE**

Dear Violetta

I refer to your letter dated 1 July 2016 in relation to the late lodgement of the Appendix 3Z - Final Director's Interest Notice for Mr. Peter Henderson.

Our response is as follows:

1. Please explain why the Appendix 3Z was lodged late?

The Appendix 3Z was lodged late due to an administrative oversight. As soon as the oversight was identified, the Appendix 3Z was lodged with the ASX.

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?

The Company and its directors are aware of their obligations under the listing rules including listing rules 3.19A and 3.19B.

The Company also retains professional external Company Secretarial services to support compliance with exchange notifications.

In accordance with listing rule 3.19B and Guidance Note 22, Metgasco enters into Disclosure of Director's Interests Agreements with each of its Directors when they are appointed to the Metgasco Board, which are regularly reviewed and formally updated at each meeting of the Company's board.

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?

Following this incident, 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. Metgasco has further improved its procedural processes and believes that it is highly unlikely that such error would reoccur.

Yours sincerely,



Phil Mackey  
Company Secretary



1 July 2016

Philip Mackey  
Company Secretary  
Metgasco Limited  
Level 3  
2 Elizabeth Plaza  
North Sydney NSW 2060

By email

Dear Mr Mackey

**Metgasco Limited (the “Entity”): Appendix 3Z – Final Director’s Interest Notice**

We refer to the following:

1. The Appendix 3Z lodged by the Entity with ASX on Thursday, 23 June 2016 for Mr Peter Henderson (the “Appendix 3Z”);
2. Listing rule 3.19A which requires an entity to tell ASX the following:
  - 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.

As the Appendix 3Z indicated that the director ceased to be a director on 1 June 2016, it appears the Appendix 3Z should have been lodged with ASX by 8 June 2016. As it was lodged on 23 June 2016, it appears that there may have been a breach by the Entity 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 3Z 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. 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 half an hour before the start of trading (**i.e. before 9.30 a.m. AEST) on Wednesday, 6 July 2016.**

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.

Yours sincerely

*[sent electronically without signature]*

Violetta Codreanu  
**Adviser, Listings Compliance (Sydney)**