

DICKER

D A T A

13 October 2025

ASX Compliance
ASX Limited
Level 27, 39 Martin Place
Sydney NSW 2000

By email: ListingsComplianceSydney@asx.com.au

Dear ASX Compliance,

Dicker Data Limited ('DDR'): ASX Query Letter

We refer to:

- a) DDR's announcement released on the ASX Market Announcements Platform at 4:09PM AEST on 16 May 2025;
- b) the article in The Australian titled 'Former Dicker Data CEO David Dicker claims he was forced out by ex-wife Fiona Brown in board battle' dated 22 September 2025; and
- c) your letter dated 2 October 2025.

In your letter, you request certain information from DDR.

We respond to your requests as follows.

- 1. Does DDR consider the following information contained in the Article, or any part thereof, to be accurate?**
 - 1.1 That Mr Dicker was suspended or prevented from performing his duties as chairman and chief executive of DDR in April 2025 ("Suspension Information")?**

Yes.

Mr Dicker was suspended from performing his duties as Chairman and Chief Executive Officer of DDR in April 2025. The suspension was to enable DDR to conduct an investigation into a confidential whistleblower complaint made against Mr Dicker with respect to alleged treatment of an executive by Mr Dicker in his position as Chairman and Chief Executive Officer.

- 2. If the answer to any part of question 1 is "yes":**
 - 2.1 When did DDR first become aware of the Suspension Information?**

On or about 27 April 2025.

2.2 Does DDR consider the Suspension Information, or any part thereof, to be information that a person would expect to have a material effect on the price or value of its securities?

No.

2.3 Does DDR consider that Mr Dicker's suspension from DDR's board constituted or resulted in a change of chair, director or chief executive of DDR?

No.

3. If the answer to any part of question 2 is "no", please advise the basis for that view.

In relation to the response provided to 2.2: Mr Dicker was suspended from performing his duties as Chairman and Chief Executive Officer of DDR in April 2025. The suspension was to enable DDR to conduct an investigation (which was conducted on a strictly confidential and legally privileged basis) into a confidential whistleblower complaint made against Mr Dicker with respect to alleged treatment of an executive by Mr Dicker in his position as Chairman and Chief Executive Officer. This is not information that DDR believes a reasonable person would expect to have a material effect on the price or value of its securities or would expect to be disclosed to ASX¹.

In relation to the response provided to 2.3: there was no change to senior management or the board of directors, including the appointment or resignation of a director or company secretary within the meaning of Listing Rule 3.16.1.

4. If the answer to any part of question 2.2 or 2.3 is "yes", did DDR make any announcement prior to the Announcement disclosing the Suspension Information?

Not applicable.

4 (cont) If not, please explain why the Suspension Information was not disclosed to the market prior to the Announcement, commenting specifically on when DDR considers it was obliged to release the information under Listing Rules 3.1 and 3.16.1 (as applicable), and what steps DDR took to ensure that the information was released promptly and without delay.

There was no obligation on DDR under the Listing Rules to disclose the Suspension Information prior to the date on which the Announcement was released on ASX.

DDR took immediate steps to make the Announcement, which was at a time where Mr Dicker had agreed to resign from all positions and offices held with DDR.

¹ This is for various reasons including (i) that the suspension of Mr Dicker from performing his duties had no effect on the day-to-day operations of DDR: (ii) that the experienced and strategic three-person executive team of Vladimir Mitnovetski, Mary Stojcevski and Ian Welch continued to run the day-to-day operations of DDR, (iii) to preserve the integrity of the investigation which was conducted on a strictly confidential and legally privileged basis and (iv) to seek to ensure DDR's compliance with the whistleblower protection provisions in the Corporations Act.

5. Does DDR consider that the following information, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?

5.1 The circumstances giving rise to Mr Dicker ceasing to be the chairman and chief executive of DDR in May 2025 and/or any prior suspension of his duties in those capacities (the "Background Information").

No.

6. If the answer to any part of question 5 is "yes", did DDR make any announcement disclosing the Background Information?

Not applicable.

6 (cont) If not, please explain why the Background Information was not disclosed to the market, commenting specifically on when DDR considers it was obliged to release the information under Listing Rule 3.1

There was no obligation on DDR under the Listing Rules to disclose the Background Information to the market.

7. Please confirm that DDR is in compliance with the Listing Rules and, in particular, Listing Rules 3.1 and 3.16.1.

DDR confirms that it is in compliance with the Listing Rules and, in particular, Listing Rules 3.1 and 3.16.1.

8. Please confirm that DDR's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of DDR with delegated authority from the board to respond to ASX on disclosure matters.

DDR confirms that its responses to the questions above have been authorised and approved in accordance with its published Continuous Disclosure Policy and by the Board of DDR.

Yours faithfully,



Erin McMullen
Company Secretary

About Dicker Data

Dicker Data (ASX: DDR) is an Australian-owned and operated, ASX-listed technology hardware, software, and cloud distributor in business since 1978. Our sales and presales teams are experienced product specialists who are dedicated to helping our partners tailor solutions to suit their client's needs.

As a distributor, we sell exclusively to our valued partner base. We pride ourselves on developing strong long-term relationships with our customers and helping them grow. This customer-first approach means we are proactive in engaging with our resellers and allows us to dynamically shift with changing market conditions, in turn helping to increase profitability.

Dicker Data distributes a wide portfolio of products from the world's leading technology vendors, including Cisco, Citrix, Dell Technologies, Hewlett Packard Enterprise, HP, Lenovo, Microsoft, and other Tier 1 global brands. As the leading Australian distributor for many of these vendors, Dicker Data is dedicated to helping our partners deliver industry-leading solutions built on the world's best technologies.

<https://www.dickerdata.com.au/>

2 October 2025

Reference: 112965

Ms Erin McMullen
Company Secretary
Dicker Data Limited

By email

Dear Ms McMullen

Dicker Data Limited ('DDR'): ASX Query Letter

ASX refers to the following:

- A. An article appearing in The Australian titled 'Former Dicker Data CEO David Dicker claims he was forced out by ex-wife Fiona Brown in board battle', published online at 5:00 AM AEST on 22 September 2025 (the 'Article'), which stated (relevantly, among other things) that Mr Dicker was suspended from his role as Chairman and CEO of Dicker Data following an emergency board meeting in late April 2025.
- B. DDR's announcement titled 'Leadership Transition' released on the ASX Market Announcements Platform at 4:09 PM AEST on 16 May 2025 (the 'Announcement') in which DDR disclosed (among other things) that Mr Dicker had stepped down from his position as CEO, Chairman and director of the entity to pursue other interests.
- C. Listing Rule 3.1, which requires a listed entity to immediately give ASX any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.
- D. Listing Rule 3.16.1, which requires a listed entity (other than an externally managed trust) to immediately tell ASX of a change of chair, director or CEO (among other officers).
- E. The definition of 'aware' in Chapter 19 of the Listing Rules, which states that:
an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity.
- F. Section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B* titled 'When does an entity become aware of information?'
- G. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure as follows.

3.1A *Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:*

3.1A.1 *One or more of the following 5 situations applies:*

- *It would be a breach of a law to disclose the information;*
- *The information concerns an incomplete proposal or negotiation;*
- *The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- *The information is generated for the internal management purposes of the entity; or*

- The information is a trade secret; and

3.1A.2 The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and

3.1A.3 A reasonable person would not expect the information to be disclosed.

- H. The concept of 'confidentiality' detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:

Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it is no longer a secret and it ceases to be confidential information for the purposes of this rule.

Request for information

Having regard to the above, ASX asks DDR to respond separately to each of the following questions:

- Does DDR consider the following information contained in the Article, or any part thereof, to be accurate?
 - That Mr Dicker was suspended or prevented from performing his duties as chairman and chief executive of DDR in April 2025 (the 'Suspension Information').
- If the answer to any part of question 1 is "yes":
 - When did DDR first become aware of the Suspension Information?
 - Does DDR consider the Suspension Information, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
 - Does DDR consider that Mr Dicker's suspension from DDR's board constituted or resulted in a change of chair, director or chief executive of DDR?
- If the answer to any part of question 2 is "no", please advise the basis for that view.
Please answer separately for each of the items in question 2 above.
- If the answer to any part of question 2.2 or 2.3 is "yes", did DDR make any announcement prior to the Announcement disclosing the Suspension Information? If not, please explain why the Suspension Information was not disclosed to the market prior to the Announcement, commenting specifically on when DDR considers it was obliged to release the information under Listing Rules 3.1 and 3.16.1 (as applicable), and what steps DDR took to ensure that the information was released promptly and without delay.

Please answer separately for each of questions 2.2 and 2.3 above.

- Does DDR consider that the following information, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
 - The circumstances giving rise to Mr Dicker ceasing to be the chairman and chief executive of DDR in May 2025 and/or any prior suspension of his duties in those capacities (the 'Background Information').
- If the answer to any part of question 5 is "yes", did DDR make any announcement disclosing the Background Information? If not, please explain why the Background Information was not disclosed to the market, commenting specifically on when DDR considers it was obliged to release the information under Listing Rule 3.1.
- Please confirm that DDR is in compliance with the Listing Rules and, in particular, Listing Rules 3.1 and 3.16.1.

8. Please confirm that DDR's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of DDR with delegated authority from the board to respond to ASX on disclosure matters.

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 AEST Wednesday, 8 October 2025**.

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, DDR's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out above and may require DDR to request a trading halt immediately if trading in DDR's securities is not already halted or suspended.

Your response should be sent by e-mail to **ListingsComplianceSydney@asx.com.au**. It should not be sent directly to the ASX Market Announcements Office. This is to allow us 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.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in DDR's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to DDR'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 DDR'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 all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A. The usual course is for the correspondence to be released to the market.

Yours sincerely

ASX Compliance