



22 December 2017

ASX Compliance Pty Limited
20 Bridge Street
Sydney NSW 2000

By email: Andrew.kabega@asx.com.au

Dear Andrew,

Gas2Grid Limited's Appendix 3Y – Change of Director's Interest Notice

We refer to your letter of 21 December 2017 and advise as follows:

1. The instruction for the issue of shares to Mr Patrick Sam Yue was sent to the share registry on 18 December 2017 and processed on that date being the date that the Appendix 3Y was lodged. However, the shares are recorded in the register as issued with an effective date of 5 December 2017 being the date it was approved for issue and as disclosed in the Appendix 3Y lodged on 5 December 2017. The Appendix 3Y has therefore stated the issue date as 5 December 2017 as opposed to the allotment processing date of 18 December 2017. The instruction was not sent to share registry on 5 December 2017 because the Managing Director with the authority for signing the instruction was on leave. The Company may have erred on the day that the Appendix 3Y should have been lodged.
2. All the Directors are aware of their disclosure obligations with regards to their interests and any changes to those interests in the securities of the Company and they have consistently satisfied those obligations by reporting to the Company Secretary as required so that the listing rules are complied with.
3. The current arrangements are adequate for the Company to ensure compliance with listing rule 3.19B.

Yours faithfully,

A handwritten signature in black ink, appearing to be "Patrick Sam Yue".

Patrick Sam Yue
Company Secretary

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21 December 2017

Patrick Sam Yue
Company Secretary
Gas2Grid Limited
GPO Box 5460
Sydney NSW 2001

By email: psy@gas2grid.com

Dear Patrick

Gas2Grid Limited (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on Monday, 18 December 2017 for Patrick Sam Yue (the “Director 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

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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.

The Appendix 3Y indicates that a change in Director's notifiable interest occurred on 5 December 2017. It appears that the Director's Notice should have been lodged with ASX by 12 December 2017. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B. It also appears the director concerned may have breached section 205G of the Corporations Act.

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 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 at Andrew.kabega@asx.com.au. 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 (ie before 9.30 a.m. A.E.S.T.) on Thursday, 28 December 2017.

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]

Andrew Kabega

Senior Adviser, Listings Compliance (Sydney)

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