

13 December 2018

Mr George Tharian
Adviser, Listings Compliance (Sydney)
ASX Limited

By email

Dear Mr Tharian

Response to Initial Director's Interest Notice Query letter

Thank you for your letter of 12 December 2018. The Company agrees that it unintentionally breached the relevant provisions of Listing Rule 3.19A in that it failed to lodge an Appendix 3X relating to Ms. Kylie Osgood's appointment as an Alternate Director in the required timeframe.

We acknowledge the importance of companies adhering to the Listing Rules to ensure an orderly market and we apologise for this breach, which was the result of an internal administrative error.

In answer to your specific questions:

1. The relevant Appendix 3X was lodged late due to an internal administrative error.
2. Both the Company and all Directors are aware of the disclosure requirements imposed by Listing Rule 3.19A relating to Directors' shareholdings in the Company, as outlined in the Company's Corporate Governance Charter.
3. The failure to lodge the Appendix 3X relating to Ms. Osgood was the result of an internal administrative error. To ensure such an error is not repeated, the Company has taken steps to remind all Directors of their obligations under Listing Rules 3.19A and 3.19B.

Yours sincerely



Kylie Osgood
Company Secretary
Tribeca Global Natural Resources Limited

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12 December 2018

Ms Kylie Osgood
Company Secretary
Tribeca Global Natural Resources Limited
Level 23, 1 O'Connell Street
Sydney NSW 2000

By email

Dear Ms Osgood

Tribeca Global Natural Resources Limited ('TGF'): Appendix 3X – Initial Director's Interest Notice Query

ASX refers to the following:

1. TGF's Appendix 3X lodged on the ASX Market Announcements Platform ('MAP') on 5 December 2018 for Ms Kylie Osgood (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."

As the Notice indicated that Ms Osgood was appointed on 14 November 2018, it appears that the Notice should have been lodged with ASX by 21 November 2018. As the Notice was lodged on 5 December 2018, it appears that TGF may have breached 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 TGF of its contract with ASX to comply with the Listing Rules. In the circumstances, TGF should make necessary arrangements to ensure it does not continue to breach the Listing Rules.

Request for Information

Under Listing Rule 18.7, we ask that you answer each of the following questions 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*.

1. Please explain why the Appendix 3X was lodged late.
2. What arrangements does TGF 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 TGF intend to take to ensure compliance with Listing Rule 3.19B?

When and where to send your response

Your response should be sent to me by email. It should not be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, no later than half an hour before the start of trading (i.e. before 9:30 am AEDT) on 14 December 2018.

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.

Enquiries

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

George Tharian
Adviser, Listings Compliance (Sydney)