



19 December 2024

Manager, Listings Compliance  
ASX  
152-158 St Georges Terrace  
Perth WA 6000

Attention Mr Sam Dorland  
email: ListingsCompliancePerth@asx.com.au

Dear Mr Dorland,

**Intelligent Monitoring Group Limited ('Company' or 'IMB')**  
**Query re Appendix 3Y – Change of Director's Interest**

I refer to your letter dated 19 December 2024 ('Letter'), and an Appendix 3Y lodged on behalf of IMB Director, Mr Mark Brisson, on 16 December 2024.

Mr Brisson joined the IMB Board on 31 May 2024, and at the time held no direct or indirect interest in the Company's securities. Accordingly, as there were no notifiable interests, no Appendix 3X was required to be given to ASX at that time.

In relation to the specific Request for Information, I provide the following, using the ASX request numbering:

1. In accordance with its Governance Policy, Mr Brisson advised the Company of his intention to acquire some of the Company's securities on market. Having made recent announcements, and having prepared a cleansing notice in relation to the exercise of Performance Rights by another director and an issue of shares in connection with the acquisition of Dataline Visual Link Pty Ltd, the Company was not in a closed period for the purposes of KMPs acquiring shares.

Through his broker, Mr Brisson purchased part of his order on 3 December, and the balance of his order on 11 December 2024. The brokers advised the complete order on the afternoon of 13 December, on settlement. Mr Brisson passed the details onto me on the Friday afternoon, and the Appendix 3Y was lodged with ASX prior to market open on Monday 16 December.

Because the order was filled in two tranches, but only advised on completion, there was a slight delay in the communication in relation to the first block.

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2. Arrangements are in place with all directors and other KMP to notify or seek approval from the Company of an intention to trade in the Company's securities. As soon as the director is advised of details of the change, including all of the details required to be notified via an Appendix 3Y, the document is prepared and lodged. The Company has also arranged with its share registry to notify the Company in the event of any changes in directors' holdings. As this was Mr Brisson's first purchase, no holder details were on file.
3. The current arrangements, combining voluntary notification, with formal advice from the share registry, should be sufficient to ensure that the Company is able to comply with its obligations under Listing Rule 3.19B. The initial acquisition of shares by a director, in this instance, delayed notification to ASX for a couple of business days only. I don't believe there is any systemic problem, nor any issues with our Governance Policies.

Yours faithfully

A handwritten signature in black ink, appearing to read "Neil A Green".

Neil A Green  
Company Secretary

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19 December 2024

Reference: 104736

Mr Neil Green  
Company Secretary  
Intelligent Monitoring Group Limited

By email

Dear Mr Green

**Intelligent Monitoring Group Limited ('IMB'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. IMB's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 16 December 2024 for Mr Mark Brisson (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.'*

The Notice indicates that a change in Mr Brisson's notifiable interest occurred on 3 December 2024. It appears that the Notice should have been lodged with ASX by 12 December 2024. Consequently, IMB may have breached Listing Rules 3.19A and/or 3.19B.

## 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 3Y was lodged late.
2. What arrangements does IMB 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 IMB intend to take to ensure compliance with Listing Rule 3.19B?

## 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 **1:00 PM AWST Tuesday, 24 December 2024**. 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, IMB's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require IMB to request a trading halt immediately.

Your response should be sent to me by e-mail at [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@asx.com.au). It should not be sent directly to the ASX Market Announcements Office. This is to allow me 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.

## Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in IMB's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in *Guidance Note 16 Trading Halts & Voluntary Suspensions*.

## Suspension

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

## Listing Rules 3.1 and 3.1A

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In responding to this letter, you should have regard to IMB'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 IMB'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**

ASX reserves 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.

Regards

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ASX Compliance

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