

ChemX Materials Limited

05 August 2025

Monique Burley
Listings Compliance (Perth)
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

By email: ListingsCompliancePerth@asx.com.au

Dear Monique,

RE: ChemX Materials Limited ('CMX'): Appendix 3X – Initial Director's Interest Notice Query

ChemX Materials Limited (the Company) refers to your letter dated 1 August 2025 with respect to the Appendix 3X (x3), Initial Director's Interest Notice Query.

1. Please explain why the Appendix 3X was lodged late.

The Appendix 3Xs for Dr Purves, Mr Maxwell and Mr Whitton were lodged outside the timeframe prescribed by ASX Listing Rule 3.19A.1, which requires notification within five business days of a director's appointment.

This lodgement occurred during an extraordinary transitional period for the Company, following the implementation of a Deed of Company Arrangement (DOCA), which formed part of a broader recapitalisation process. The directors in question were appointed post-DOCA, at a time when CMX was re-establishing its corporate governance, administrative, and reporting structures.

Concurrently, a new Company Secretary had been recently appointed and was in the process of onboarding and assuming responsibility for corporate disclosure obligations. The overlap of these events impacted the timing of the Appendix 3X lodgement, which was subsequently made as soon as practical.

It is noted that the details relating to the director appointments and their interests were disclosed in the Notice of Meeting dated 19 June 2025, which was released to the market ahead of the Company's shareholder meeting to approve the recapitalisation. While this disclosure did not replace the requirement to lodge an Appendix 3X, it ensured that relevant information was made available to shareholders and the market.

2. What arrangements does CMX 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?

CMX maintains a corporate governance framework and compliance processes designed to ensure timely disclosures in accordance with Listing Rule 3.19A. These arrangements include:

- Directors are required to notify the Company Secretary promptly of any changes to their relevant interests;
- Maintenance of a register of directors' interests and regular oversight by the Company Secretary;
- A delegated responsibility to the Company Secretary to prepare and lodge Appendix 3X, 3Y, and 3Z notices with the ASX;
- Ongoing governance oversight, including reminders and reviews during relevant trading periods or corporate changes.

The Company and the Directors are aware of their obligations under ASX Listing Rules 3.19A and 3.19B to provide the necessary information to the Company to meet its disclosure requirements. The Company and Directors are satisfied that the necessary reporting and notification processes are in place to ensure compliance with its disclosure obligations under the ASX Listing Rules.

3. If the current arrangements are inadequate or not being enforced, what additional steps does CMX intend to take to ensure compliance with Listing Rule 3.19B?

CMX considers its arrangements under Listing Rule 3.19B to be appropriate and effective under normal operating conditions. These arrangements are designed to ensure that directors are aware of their disclosure obligations and that the Company has the necessary processes in place to facilitate timely notifications in accordance with Listing Rule 3.19A.

The circumstances surrounding the late lodgement of the Appendix 3X were not reflective of any systemic deficiency but rather occurred during a unique transitional period following the implementation of a Deed of Company Arrangement (DOCA), during which the Company was undergoing a recapitalisation and a broader re-establishment of its governance structures. This included the appointment of new directors and a new Company Secretary who was in the process of onboarding at the time and did not yet have access to all the necessary information for lodgement.

CMX is satisfied that its current reporting and notification procedures are appropriate and that its directors understand and are aware of their obligations. The Company remains committed to maintaining compliance with the ASX Listing Rules and supporting a high standard of corporate governance.

The above response to the questions raised by the ASX has been authorised and unanimously approved by the board of Directors of CMX.

Yours sincerely,



Louisa Ho
Company Secretary



1 August 2025

Reference: ODIN111349

Ms Louisa Ho
Company Secretary
ChemX Materials Limited
Level 2, 350 Kent Street
SYDNEY NSW 2000

By email

Dear Ms Ho

ChemX Materials Limited ('CMX'): Appendix 3X – Initial Director's Interest Notice Query

ASX refers to the following:

1. CMX's announcement lodged on the ASX Market Announcements Platform ('MAP') on 31 July 2025 confirming the appointment of Dr Nigel Purves, Mr Francis Maxwell Douglas and Mr Robert Whitton as a directors of CMX effective on 18 July 2025;
2. CMX's Appendix 3X lodged on the ASX Market Announcements Platform ('MAP') on 1 August 2025 for Dr Purves and Messrs Douglas and Whitton (the 'Notice');
3. 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.'*

4. 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 Dr Purves and Messrs Douglas and Whitton were appointed on 18 July 2025, it appears that the Notice should have been lodged with ASX by 25 July 2025. As the Notice was lodged on 1 August 2025, it appears that CMX 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 3X was lodged late.
2. What arrangements does CMX 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 CMX 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 **2:00 PM AWST Wednesday, 6 August 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, CMX'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 CMX to request a trading halt immediately.

Your response should be sent to me by e-mail at 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 CMX'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 CMX's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to CMX'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 CMX'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

ASX Compliance