



Date: 8 April 2026

ASX Compliance

Response to ASX Query – Late Lodgement of Appendix 3Y

We refer to ASX’s letter dated 2 April 2026 requesting information under Listing Rule 18.7 regarding the late lodgement of an Appendix 3Y for Andreas Hendrik De Wit, director of De.mem Limited (“DEM” or the “Company”). The Company responds as follows:

1. Explanation for Late Lodgement of Appendix 3Y

The Appendix 3Y was lodged late due to an administrative oversight where the change in the Director’s notifiable interest was a transfer of shares from a direct holding to an indirect holding.

As the change did not involve any change in the Director’s overall beneficial interest in DEM securities. This contributed to a delay in recognising the date of transfer which is required to be disclosed under ASX Listing Rule 3.19A within the prescribed timeframe.

Once the oversight was identified, the Company took immediate steps to prepare and lodge the Appendix 3Y without further delay.

2. Arrangements in Place under Listing Rule 3.19B

DEM has established arrangements with its directors to ensure compliance with Listing Rules 3.19A and 3.19B. These arrangements include:

- Directors are required to notify the Company Secretary as soon as practicable of any change in their interests in securities;
- The Company Secretary is responsible for assessing disclosure requirements and preparing and lodging the relevant Appendix 3Y within the required timeframe;
- Directors are provided with guidance regarding their obligations under the Listing Rules and ASX Guidance Note 22;
- The Company maintains internal procedures and reminders to facilitate timely disclosure.

3. Additional Steps to Ensure Compliance

While the Company considers that its existing arrangements are generally appropriate, the circumstances of this matter have highlighted the need to further reinforce internal processes, particularly in relation to changes that may be perceived as administrative (such as transfers between direct and indirect holdings).



Accordingly, DEM has implemented the following additional measures:

- Reinforced guidance to directors that all changes in the nature of holdings (including transfers between direct and indirect holdings), regardless of whether there is a change in beneficial ownership, must be promptly reported;
- Implementation of additional reminders and monitoring by the Company Secretary to track potential disclosure events;
- Refresher communication to directors regarding their obligations under Listing Rules 3.19A and 3.19B and Guidance Note 22.

The Company is satisfied that these measures will strengthen compliance and reduce the risk of a recurrence.

Conclusion

DEM acknowledges the importance of timely compliance with its disclosure obligations and regrets the delay in lodging the Appendix 3Y. The Company confirms that it takes its obligations under the ASX Listing Rules seriously and has taken steps to enhance its processes accordingly.

Yours Sincerely

A handwritten signature in black ink, appearing to read "Tony Di Pietro".

Tony Di Pietro
Company Secretary
De.mem Limited

2 April 2026

Mr Tony Di Pietro
Company Secretary
De.mem Limited

By email

Dear Mr Di Pietro

De.mem Limited ('DEM'): Appendix 3Y – Change of Director's Interest Notice Query

ASX refers to the following:

1. DEM's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 31 March 2026 for Mr Andreas De Wit (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 De Wit's notifiable interest occurred on 17 March 2026. It appears that the Notice should have been lodged with ASX by 24 March 2026. Consequently, DEM 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 DEM 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 DEM 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 Thursday, 9 April 2026**. 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, DEM'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 DEM 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 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.

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 DEM'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 DEM's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to DEM'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 DEM'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.

Yours sincerely

ASX Compliance