

ASX Announcement  
13 August 2020

### DISCLOSURE OF DIRECTOR'S INTEREST

RPM Automotive Group Limited (ASX: RPM) ("RPM" or the "Company") refers to the Appendix 3Y lodged on 4 August 2020 for Mr Lawrence Jaffe.

The late lodgment of the Appendix 3Y was due solely to an administrative oversight.

Every Director of the Company is aware of ASX Listing Rule 3.19A and their obligations to provide the necessary information to the Company to enable it to meet its disclosure requirements.

The Company is satisfied that it has the necessary reporting and notification policies in place to ensure compliance with its disclosure obligations under the ASX Listing Rules. The Company considers the late lodgment of this Appendix 3Y to be an isolated incidence.

This announcement was approved, and authorised for release, by Mr Clive Finkelstein Chief Executive Officer.

**For further information, please contact:**

Mr Clive Finkelstein  
Chief Executive Officer  
(03) 9792 5006

Mr Wayne Kernaghan  
Company Secretary  
0407 233 153

**About RPM:** RPM Automotive Group Limited is a leading player in the Australian Automotive Aftermarket comprising a number of businesses involved in: importing, wholesaling and retailing of tyres, mechanical repairs, motorsport apparel and safety equipment, niche manufacturing and a roadside assistance service for the transport industry. RPM owns brands, such as: RPM Racewear, Carline, Genie, Air Anywhere, Formula Off-Road.

[Important Information and Disclaimer](#)

This announcement may contain forward-looking statements, which include all matters that are not historical facts. Without limitation, indications of, and guidance on, future earnings and financial positions and performance are examples of forward-looking statements.

Forward-looking statements, including projections or guidance on future earnings and estimates are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. No representation, warranty or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including RPM). In particular, no representations, warranty or assurance (express or implied) is given that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur. Actual results, performance or achievement may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based.



For personal use only



12 August 2020

Reference: 22226

Mr Wayne Kernaghan  
Company Secretary  
RPM Automotive Group Limited  
6-18 Antonella Court  
Dandenong South VIC 3175

By email

Dear Mr Kernaghan

**RPM Automotive Group Limited ('RPM'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. RPM's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 4 August 2020 for Mr Lawrence Jaffe (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 Jaffe's notifiable interest occurred between 24 July 2020 and 31 July 2020. It appears that the Notice in relation to any changes in Mr Jaffe's notifiable interest that may have occurred on 24 July 2020 and 27 July 2020 should have been lodged with ASX by 31 July 2020 and 3 August 2020 respectively. Consequently, RPM 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 RPM of its contract with ASX to comply with the Listing Rules. In the circumstances, RPM 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 3Y was lodged late.
2. What arrangements does RPM 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 RPM 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 e-mail at [ListingsComplianceSydney@asx.com.au](mailto:ListingsComplianceSydney@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, no later than half an hour before the start of trading (i.e. before 9:30 am AEST) on Friday 14 August 2020.

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

---

**Elvis Onyura**  
Senior Adviser, Listings Compliance (Sydney)