



Link Administration Pty Limited
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12 January 2021

Kevin Lewis
ASX Limited
20 Bridge Street, Sydney NSW 2000

Attention: Kevin Lewis

Via [email: kevin.lewis@asx.com.au](mailto:kevin.lewis@asx.com.au)

Dear Kevin,

Proposed Listing Rules changes: online forms, notification of security issues and corporate action timetables

Link Administration Holdings Limited and its related bodies corporate (**Link Group**) administers financial ownership data and drives user engagement, analysis and insight through market-leading technology. Through our Corporate Markets Division, we provide the following services: shareholder management and analytics; stakeholder engagement; share registry and meeting services; employee share plan management; and company secretarial services.

Company Matters Pty Limited, a subsidiary of Link Group, provides governance, company secretarial and legal support to over 400 clients each year, from S&P/ASX 20 entities to small caps, joint ventures and not for profits, and is well placed to provide feedback about some of the proposed changes.

In respect of the Public Consultation: Proposed Listing Rules changes: online forms, notification of security issues and corporate action timetables dated 30 November 2020; Link Group welcomes the opportunity to provide a submission on the package of listing rule amendments.

Our high-level observations are that the package will generally simplify, clarify and enhance the integrity and efficiency of the ASX Listing Rules. However, we have provided some observations and specific responses for further consideration.

Our observations and specific responses to the Public Consultation are set out in Appendix A.

Correspondence in relation to Link Group's submission can be directed to me at the below.

Yours sincerely,

A handwritten signature in black ink that reads "Lysa McKenna". The signature is written in a cursive, flowing style.

Lysa McKenna
Co-CEO Corporate Markets
Link Group



Appendix A

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2 Next release of online forms

In this section, Link provides its relevant feedback on the specific matters raised by ASX through *Public Consultation: Proposed Listing Rules changes: online forms, notification of security issues and corporate action timetables dated 30 November 2020*.

Where there is a section which Link has determined it is either not qualified to provide feedback, or has no feedback to provide, we have not included the consultation topic in our submission.

Where there is a section which Link has determined it is both qualified and wishes to provide feedback, we have included the matter in our submission together with our observations.

Reference	Section	Proposed Change	Comment
2.a	<p>Updates to following existing online forms:</p> <ul style="list-style-type: none"> • Appendix 3A.1 Notification of dividend / distribution • Appendix 3A.2 Notification of interest payment & interest rate change; and • Appendix 3B Proposed issue of securities 	<p>The ASX is planning its next release of STP online forms in March which will comprise these Appendices.</p>	<p>Link Market Services and Company Matters are generally supportive of the proposed changes to the use of online forms.</p> <p>However, our Issuers have encountered a number of circumstances where the online forms did not work for the specifics of the transactions being contemplated and were required to revert to using a Word-based form, adding additional time to the lodgement process.</p> <p>There needs to be some flexibility to recognise that not all circumstances will suit the online forms.</p> <p>The use of the online forms is also difficult when external lawyers/advisors are heavily involved in specific transactions and are engaged to complete the forms. This often results in double handling and additional costs and work for the entity.</p>

Reference	Section	Proposed Change	Comment
2.b	<p>The following new online forms:</p> <ul style="list-style-type: none"> • Appendix 2A Application for quotation of securities • Appendix 3A.5 Notification of return of capital by way of in specie distribution of securities in another entity; • Appendix 3C Notification of buy-back; • Appendix 3G Notification of issue, conversion or payment up of unquoted equity securities; and • Appendix 3H Notification of cessation of securities. 	<p>The ASX is planning its next release of STP online forms in March which will comprise these Appendices.</p>	<p>Link Market Services and Company Matters are generally supportive of the proposed changes to the use of online forms.</p> <p>However, our Issuers have encountered a number of circumstances where the online forms did not work for the specifics of the transactions being contemplated and were required to revert to using a Word-based form, adding additional time to the lodgement process.</p> <p>There needs to be some flexibility to recognise that not all circumstances will suit the online forms.</p> <p>The use of the online forms is also difficult when external lawyers/advisors are heavily involved in specific transactions and are engaged to complete the forms. This often results in double handling and additional costs and work for the entity.</p>



3 Proposed Listing Rule changes

In this section, Link provides its relevant feedback on the specific matters raised by ASX through *Public Consultation: Proposed Listing Rules changes: online forms, notification of security issues and corporate action timetables dated 30 November 2020*.

Where there is a section which Link has determined it is either not qualified to provide feedback, or has no feedback to provide, we have not included the consultation topic in our submission.

Where there is a section which Link has determined it is both qualified and wishes to provide feedback, we have included the matter in our submission together with our observations.

Reference	Section	Proposed Change	Comment
	<p>Proposed Listing Rules changes</p>	<p>ASX is proposing a number of amendments to the Listing Rules to facilitate the introduction and operation of these new and updated STP forms. The ASX is proposing to add a new Listing Rule 3.10.3E requiring a listed entity to notify ASX within 5 business days of the cessation of any equity securities or of any quoted debt securities that has not otherwise been notified to ASX under Listing Rules 3.10.3B or 3.10.3D. The notification must be in or accompanied by a completed Appendix 3H.</p>	<p>While we are generally supportive of the clarification of the process for notification of the cessation of any equity securities or of any quoted debt securities not otherwise notified to ASX, we consider the 5 business days' time requirement to be too short.</p> <p>We understand that the new listing rule would capture the expiry and lapse of equity (including options and performance rights) issued under employee incentive schemes.</p> <p>From a practical perspective, often employee equity schemes are managed by a number of parties, including an entity's HR function, secretariat and legal function, finance and tax function and often involve an external share</p>



Reference	Section	Proposed Change	Comment
			<p>scheme manager (for example, provided by the entity's registry). The 5 business day time frame is not practical, especially for larger entities with a significant number of employees where employees cease employment on a regular basis (and accordingly, their equity will expire/lapse).</p> <p>If entities are required to provide a form each time an employee ceases employment, this may also result in a large number of forms being released on the ASX platform, with no real benefit to investors and stakeholders. Indeed, this is likely to result in an unnecessary increase in administrative work and for some entities, result in an overload of Appendix 3Hs being released on the platform which may detract from more material announcements.</p> <p>We suggest the 5 business day requirement be changed to quarterly reporting, or if not monthly reporting at a minimum.</p>



Reference	Section	Proposed Change	Comment
		<p>Amendments to Listing Rules 3.21 and 3.22 and a new Listing Rule 12.13 addressing cancellation or deferral of previously announced dividends, distributions and interest payments</p>	<p>Link Market Services and Company Matters notes that there is often a significant period of time between the announcement of a dividend and the payment of a dividend. As we saw during 2020, with the COVID-19 crisis, there can be significant changes to the circumstances of an entity during this time.</p> <p>While we agree that the decision to cancel or defer payment of a dividend should not be made lightly, this is a decision that should generally be made by the directors of the entity, having regard to their directors' duties and the entity's circumstances.</p> <p>We suggest that if an entity is legally permitted to cancel or defer payment of a previously announced dividend or distribution, ASX should permit the entity to do so.</p>



Reference	Section	Proposed Change	Comment
		<p>Changes to the timetables for corporate actions in Appendices 6A and 7A to allow an additional 2 business days (extending the current 3 business day deadline after the relevant event to 5 business days) for an entity to announce:</p> <ul style="list-style-type: none"> • The results of a standard non-renounceable pro rata issue or standard renounceable pro rata issue; • The results of the retail offer in an accelerated non-renounceable entitlement offer, an accelerated renounceable entitlement offer or simultaneous accelerated renounceable entitlement offer, or an accelerated renounceable entitlement offers with retail rights trading; or • The results of an SPP 	<p>Link Market Services is supportive of the proposed change and does not envisage unintended consequences.</p> <p>Further, we appreciate that the ASX has taken feedback on-board from the share registries that the current 3 business days is a very tight deadline for completing the necessary reconciliations, including payment settlement risk before announcing these results.</p>