



17 April 2025

Adviser, Listings Compliance (Sydney)  
Australian Securities Exchange  
20 Bridge Street  
Sydney NSW 2000

**Via Email: ListingsComplianceSydney@asx.com.au**

Dear Ramona,

**Response to Change of Director's Interest Notice Query**

Thank you for your letter dated 14 April 2025 in relation to the Appendix 3Y lodged with the ASX on 3 April 2025 concerning a trade in Nuix securities by Mr Jeffrey Bleich and respond to the queries in your letter as follows (adopting your numbering):

1. Mr Bleich traded during an approved trading window and with the approval of the company. Unfortunately, it appears that Mr Bleich's financial advisor, while providing confirmation to Mr Bleich that the relevant trade had been made, inadvertently omitted Nuix personnel from the CC line of the relevant email correspondence, with the effect that Mr Bleich mistakenly believed that relevant personnel at Nuix had been informed that the trade had been completed. Nuix immediately lodged the Appendix 3Y once the error had been identified and the trade details confirmed.
2. In accordance with Listing Rule 3.19B, Nuix has a comprehensive share trading policy which includes arrangements to seek to ensure that it complies with its disclosure obligations under Listing Rule 3.19A. The policy includes a section outlining the requirements of Directors and Restricted Employees to notify the Company Secretary of all trading in Nuix securities within 2 business days.
3. Nuix believes that its current arrangements to ensure compliance with its Listing Rule 3.19A obligations are adequate and enforced and that the delayed lodgement of the 3 April 2025 Appendix 3Y was a result of an inadvertent error by a third party. That said, Nuix has taken steps to remind all directors of the notification requirements under its share trading policy and the Listing Rules and the need to ensure that they receive confirmation from the company of any notifications so as to ensure that the relevant information has been received.

Please let us know if you require any additional information.

Signed for and on behalf of Nuix Limited.

Ilona Meyer  
General Counsel & Company Secretary  
Nuix Limited



14 April 2025

Reference: 108293

Ms Ilona Meyer  
General Counsel & Company Secretary  
Nuix Limited

By email only.

Dear Ms Meyer

**Nuix Limited ('NXL'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. NXL's Appendix 3Y lodged on the ASX Market Announcements Platform ('MAP') on 3 April 2025 for Mr Jeffrey Bleich (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 Bleich's notifiable interest occurred on 21 March 2025. It appears that the Notice should have been lodged with ASX by 28 March 2025. Consequently, NXL may have breached Listing Rules 3.19A and/or 3.19B.

**Request for Information**

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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 NXL 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 NXL 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 **9:00 AM AEST Thursday, 17 April 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, NXL'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 NXL to request a trading halt immediately.

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 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 NXL'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 NXL's securities under Listing Rule 17.3.

#### **Listing Rules 3.1 and 3.1A**

In responding to this letter, you should have regard to NXL'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 NXL's obligation to

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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

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ASX Compliance