ATOMOS LIMITED (ASX:AMS)
3 March 2020

ASX Limited
Level 4, North Tower
525 Collins Street
Melbourne VIC 3000

Dear Sirs

Change of Directors' Interest Notices

In response to the questions raised in your letter dated 2 March 2020, Atomos Limited (ASX: AMS) ("Atomos", or the "Company") confirms as follows:

1. That the delay in lodgement of the Appendix 3Y notices relating to Directors' Share Options and Performance Rights was due to an administrative oversight by the Company Secretary of which the directors were not aware and which was not attributable to them.

2. The late lodgement of the Appendix 3Y notices was purely an administrative error and was an isolated incident. The market was already informed on two separate occasions about the grant of the Options and Performance Rights. The first being at the Company's Annual General Meeting held on 29 November 2019, where the grant was approved by Shareholders. The second occasion was in the Appendix 3Gs that were lodged on 10 February 2020.

3. The Company considers its existing arrangements are adequate to ensure it meets its disclosure obligations under ASX Listing Rule 3.19B. Atomos is mindful of its disclosure obligations under ASX Listing Rule 3.19A and the directors are aware of their personal obligations involving Atomos's securities. The Company engages a third-party provider to act as Company Secretary and to have overall responsibility for ensuring compliance with ASX Listing Rule 3.19B.

Yours faithfully
Lisa Dadswell
Company Secretary

About Atomos

Atomos is a global video technology company delivering award-winning, simple to use monitor-recorder content creation products. These products give content creators across the rapidly growing social, pro-video and entertainment markets a faster, higher quality and more affordable production system.

Atomos' range of products take images directly from the sensor of all major camera manufacturers, then enhance, record and distribute them in high-quality formats for content creation using the major video editing software programs. Since being founded in 2010, Atomos has established strategic relationships with key technology providers within the ecosystem including Apple, Adobe, Sony, Canon, Panasonic, Nikon and JVC Kenwood.

Atomos is based in Australia with offices in the USA, Japan, China, UK and Germany and has a worldwide distribution partner network.

For more information please visit www.atomos.com

2 March 2020

Reference: ODIN14747

Ms Lisa Dadswell
Company Secretary
Atomos Limited

By email only

Dear Ms Dadswell

Atomos Limited ('AMS'): Appendix 3Y – Change of Director's Interest Notice Query

ASX refers to the following:

1. AMS's Appendices 3Y lodged on the ASX Market Announcements Platform ('MAP') on 27 February 2020 for Mr Christopher Tait, Mr Jeromy Young, Sir Hossein Yassaie and Mr Stephen Stanley (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 Christopher Tait, Mr Jeromy Young, Sir Hossein Yassaie and Mr Stephen Stanley's notifiable interests occurred on 10 February 2020. It appears that the Notice should have been lodged with ASX by 17 February 2020. Consequently, AMS may have breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr Christopher Tait, Mr Jeromy Young, Sir Hossein Yassaie and Mr Stephen Stanley may have breached section 205G of the *Corporations Act 2001* (Cth).

Please note that ASX is required to record details of breaches of the Listing Rules by listed entities for its reporting requirements.

ASX reminds AMS of its contract with ASX to comply with the Listing Rules. In the circumstances, AMS 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 Appendices 3Y were lodged late.
2. What arrangements does AMS 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 AMS 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 **ListingsComplianceMelbourne@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 AEDT) on 5 March 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

Geraldi Mimery
Graduate, Listings Compliance (Melbourne)