

# Luri Gold

Gold Resource Development & Exploration Company

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Toronto, Ontario  
M9W 5Z8

Suite 2, 5 Ord Street  
West Perth  
Western Australia

8 March 2011

Attention Mr Cameron Bill

ASX Compliance Pty Ltd  
Level 8, 2 The Esplanade  
Perth WA 6000

Dear Sirs

In response to your letter of 4 March 2011 we respond to your queries as follows:

- 1 The Company's investigations to date indicate that the relevant notices were not lodged, or lodged late (as the case may be), as a result of administrative oversight by the officers in place at the relevant times.
- 2 In accordance with LR 3.19B and Guidance Note 22, Luri now has, or is in the process of putting in place, appropriate agreements with all of its directors in respect of disclosure obligations in respect of the directors' notifiable interests. The Company has a Continuous Disclosure Policy to ensure adequate disclosure and timely lodgment of documents and compliance with all disclosure obligations in both Australia and Canada.
- 3 The Company considers that its current arrangements are adequate and being enforced.

Yours faithfully



Michael Langoulant  
Director

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4 March 2011

Mr Mike Langouant  
Luiri Gold Limited  
Suite 6 Level 3 320 Adelaide Street  
BRISBANE QLD 4000

By email: [mikel@nyqtaminerals.com](mailto:mikel@nyqtaminerals.com)

Dear Mike

**Luiri Gold Limited (the "Company") Appendices 3X, 3Y and 3Z – Director's Interest Notices**

We refer to the following:

1. The Appendices 3Z lodged by the Company with ASX on 24 February 2011 for Messrs Michael Sperinck, Peter Tanham, Gordon Richards and Richard Billingsley;
2. The Appendices 3Z lodged by the Company with ASX on 3 March 2011 for Messrs Mick McMullen and Declan Franzmann;
3. The Appendices 3Y lodged by the Company with ASX on 3 March 2011 for Messrs Michael Sperinck and Gordon Richards;
4. 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.*

5. Listing rule 3.19B which states as follows.

*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.*

6. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable Interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

The Appendices 3Z indicated that no previous directors' interest notices were lodged following admission of the Company to the official list of ASX. The Appendix 3Y for Mr Gordon Richards further indicated the disclosure in the Company's ASX listing prospectus was incorrect with respect to his interest in the Company's securities. Appendices 3X should have been lodged with ASX by 24 November 2009. As those forms were never lodged it appears that there may have been a breach by the Company of listing rules 3.19A and/or 3.19B.

Further as the Appendices 3Z for Messrs Mick McMullen and Declan Franzmann indicated that those directors ceased to be directors on 30 November 2010 it appears those Appendices 3Z should have lodged with ASX by 7 December 2010. As they were lodged on 3 March 2011, it also appears that there may have been a further breach by the Company of listing rules 3.19A and/or 3.19B.

The Appendix 3Y for Mr Michael Sperinck indicated that a change in Mr Sperinck's notifiable interest occurred on 13 December 2010. It appears that Mr Sperinck's notice should have been lodged with ASX by 20 December 2010. Consequently, the Company may be again in breach of 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 companies for its reporting requirements.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

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", we ask that you answer each of the following questions.

1. Please explain why the Appendices 3X were not lodged and why the Appendices 3Y and 3Z were lodged late.
2. What arrangements does the Company have in place 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 the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by facsimile on facsimile number (08) 9221 2020. It should not be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (ie before 9.30 a.m. A.E.D.S.T.) on Wednesday, 9 March 2011.

Under listing rule 18.7A, a copy of this query 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. If you have any queries or concerns, please contact me immediately

Yours sincerely,



Cameron Bill

**Adviser. Listings (Perth)**

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