



G O W I N G   B R O S

Investing Together For a Secure Future

GOWING BROS LIMITED

EST. 1868

ACN 000 010 471

SUITE 3 LEVEL 3

THE GOWINGS BUILDING

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8 November 2022

## FOR RELEASE AS AN ASX MARKET ANNOUNCEMENT

### Appendix 3Y – Late Lodgement Notice

Please find attached an Appendix 3Y – Change of Director's Interest Notice for Mr John E Gowing.

In relation to the late lodgement of the following Appendix 3Y, Gowing Bros. Limited (ASX: GOW) (**Gowings**) advises as follows:

1. The Appendix 3Y was lodged late because:
  - (i) The Gowings ordinary fully paid shares (**Shares**) were acquired by Ellis J Gowing, who is the son of John E Gowing. By virtue of John E Gowing's relationship with Ellis J Gowing, John E Gowing has an indirect interest in the Shares;
  - (ii) The Shares were purchased by Ellis J Gowing independently of John E Gowing; and
  - (iii) On the dates the Shares were purchased:
    - (A) Ellis J Gowing did not participate in the management or operation of Gowing Bros. Limited;
    - (B) John E Gowing was not aware the Shares were purchased by Ellis J Gowing; and
  - (iv) Ellis J Gowing did not advise Gowings of the Shares purchased until 7 November 2022.
2. Following are the arrangements Gowings 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:
  - (i) Gowing's Share Trading Policy states:

*"...the following further requirements set out below apply:*



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- a) *Prior to any purchase, sale or other dealing in Gowings' shares or other securities:*
- I. Directors, officers and key management should discuss their intentions with, and obtain approval from the Managing Director;*
  - II. The Managing Director should discuss his intentions with, and obtain approval from, the Chairman.*
- b) *When any such dealing in the Company's shares by a director subsequently takes place, the Company Secretary must be immediately notified in writing and within sufficient time to enable the Company to notify the ASX as required within five business days of the dealing; and*
- c) *In the case of the Company's directors, each of them must also comply with the provisions of Part 2D.5 of the Corporations Act, which requires that the ASX be notified of any change in his or her interests in the Company's shares, if the Company has not done so. The time limit is presently 14 days...."*
- (ii) The Company Secretary maintains a shares transaction register of notifications received from the Company's directors. Reference by the Company Secretary to the share transaction register compared with the Company's share register identified a difference, which resulted in Mr John E Gowing's Appendix 3Y being lodged as follows.
3. The current arrangements are considered to be adequate and being enforced to ensure compliance with Listing Rule 3.19B.

**ENDS**

For further information, please contact:

Ian Morgan

Company Secretary

Announcement is authorised by the Managing Director.

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b> Gowing Bros. Limited
<b>ABN</b> 68 000 010 471

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	John Edward Gowing
<b>Date of last notice</b>	7 May 2019

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct and Indirect	
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Registered Holders: Artsands Pty Limited, Audley Investments Pty Ltd, Cranley Holdings Pty Ltd, BM Gowing, EJ Gowing, James E Gowing, Warwick Pty Limited and Woodside Pty Ltd	
<b>Date of change</b>	<b>Date</b>	<b>Number of Shares</b>
	28/2/2022	10,000
	2/3/2022	2,108
		<b>12,108</b>
<b>No. of securities held prior to change</b>	<b>Registered Holder</b>	<b>Number of Shares</b>
	Artsands Pty Limited	7,700
	Audley Investments Pty Ltd	5,263,957
	Cranley Holdings Pty Ltd	283,453
	Byron M Gowing	54,000
	Ellis J Gowing	57,892
	James E Gowing	64,504
	Warwick Pty Limited	7,211,378
	Woodside Pty Ltd	3,235,816
	<b>Total indirect</b>	<b>16,178,700</b>
	<b>Direct</b>	<b>4,863,898</b>
	<b>Total</b>	<b>21,042,598</b>

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Class</b>	Ordinary fully paid shares		
<b>Number acquired</b>	12,108 <sup>1</sup>		
<b>Number disposed</b>	Nil		
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<b>Date</b>	<b>Price Per Share</b>	<b>Number of Shares</b>
	28/2/2022	\$3.00	10,000
	2/3/2022	\$3.00	2,108
			<b>12,108</b>
<b>No. of securities held after change</b>	Registered Holder		Number of Shares
	Artsands Pty Limited		7,700
	Audley Investments Pty Ltd		15,711,151
	Cranley Holdings Pty Ltd		283,453
	Byron M Gowing		54,000
	Ellis J Gowing		70,000
	James E Gowing		64,504
	Total indirect		16,190,808
	Direct		4,863,898
	<b>Total</b>		<b>21,054,706</b>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade		

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Not applicable
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	Not applicable
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	Not applicable

<sup>1</sup> The shares were acquired Ellis J Gowing, who is the son of John E Gowing. By virtue of John E Gowing's relationship with Ellis J Gowing, John E Gowing has an indirect interest in the shares. At time the shares were acquired, Ellis J Gowing did not participate in the management or operation of Gowing Bros. Limited.

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
<b>Interest after change</b>	Not applicable

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	Yes
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	No <sup>2</sup>
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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<sup>2</sup> The shares were acquired Ellis J Gowing, who is the son of John E Gowing. By virtue of John E Gowing's relationship with Ellis J Gowing, John E Gowing has an indirect interest in the shares. At time the shares were acquired, Ellis J Gowing did not participate in the management or operation of Gowing Bros. Limited.

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<sup>+</sup> See chapter 19 for defined terms.