

29 September 2015

The Manager
Company Announcements
Australian Securities Exchange
Level 5, 20 Bridge Street
SYDNEY NSW 2000

Attn: Ms Cheng Tang



Montech Holdings Limited
ACN 050 240 330

Level 5
137-139 Bathurst Street
Sydney NSW 2000

Telephone: +61 2 8072 1400
Fax: +61 2 9283 1970

Dear Ms Tang,

CHANGE OF DIRECTORS' INTEREST NOTICE

We refer to your letter dated 28 September 2015 in relation to the late lodgement of the Change of Director's Interest Notice for Nicola Page, specifically relating to the internal transfer of shares that occurred on 2 September 2015.

The responses below are as per the three specific queries as set out in your letter:

1. The transfer of shares related to an internal reorganisation of the director's interest and as such the Company Secretary was not made aware that a trade occurred. Only after movements on the register were noticed was the trade reported, hence the delay. Directors of the Company are aware of their obligations to notify the Company of any changes to their interests in order that the Company can fulfil its obligations under Listing Rule 3.19B. However, on this occasion, there was an oversight whereby instructions to the Company to lodge a notification of the change were not received within the notification period.
2. The Company and its Directors are aware of the continuous disclosure requirements of Listing Rule 3.19A and has processes and requirements in place whereby each Director is required to inform the Company Secretary of any change in their holdings in the Company. The Company also has a clearly defined Share Trading Policy that requires all trades to be reported to the Chairman and/or clearance to be provided where applicable.
3. The arrangements in place are considered adequate.

In addition, following this isolated incident, all Directors have been reminded in writing of their disclosure obligations under ASX Listing Rules.

Yours sincerely,



Andrew Whitten
Company Secretary



28 September 2015

By email: awhitten@whittens.com.au

Dear Mr Whitten

Montech Holdings Limited (the "Entity"): Appendix 3Y – Change of Director's Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on Friday, 25 September 2015 for Ms Nicola Janine Page (the "Director 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 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.



The Appendix 3Y indicate that a change in Director's notifiable interest occurred on 2 September 2015. It appears that the Director's Notice should have been lodged with ASX by 9 September 2015. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B. It also appears the director concerned may have breached section 205G of the Corporations Act.

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

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity 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*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Entity 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 the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at cheng.tang@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, not later than half an hour before the start of trading (ie before 9.30 a.m. A.E.S.T.) on Thursday, 1 October 2015.

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.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Cheng Tang
Adviser, Listings (Melbourne)