



YellowBrickRoad

Lodged by the ASX Online

8 January 2015

The Manager
Company Announcements Office
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

Dear Sir

Previously Lodged Appendix 3Y

On 2 January 2015 the Company lodged an Appendix 3Y in respect of an off market transfer of 5,000 shares to a director on 16 December 2014. The Company had been correctly notified of the change by the director.

Due to staff absence during the holiday period this Appendix 3Y was lodged 10 business days after the change rather than within 5 days, as required.

The Company considers this to be an isolated event and has updated holiday relief procedures to ensure that it complies with its obligations in the future.

For and on behalf of
YELLOW BRICK ROAD HOLDINGS LIMITED

Richard Shaw
Company Secretary



ASX Compliance Pty Limited
ABN 26 087 780 489
20 Bridge Street
Sydney NSW 2000
PO Box H224
Australia Square
NSW 1215

Telephone 61 2 9227 0137
Facsimile 61 2 9241 7620
www.asx.com.au

5 January 2015

Richard Addison Shaw
Company Secretary

By Email: richard.shaw@ybr.com.au

Dear Richard,

Yellow Brick Road Holdings Limited (the "Company")

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX Limited ("ASX") on 2 January 2014 for Adrian Bouris (the "Notice").
2. Listing rule 3.19A.2 which requires an entity to tell ASX the following:

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. 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.

4. 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 Notice indicates that a change in Adrian Bouris's notifiable interest occurred on 16 December 2014. It appears that the Notice should have been lodged with ASX by 22 December 2014. Consequently, the Company may be 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 Notice was 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 e-mail at simon.daniels@asx.com.au. 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 (i.e. **before 9.30 a.m. A.E.D.T.**) on Friday, 9 January 2015.

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 should separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Simon Daniels
Senior Adviser, Listings Compliance (Sydney)