

4 July 2016

Stephanie Yong  
Senior Adviser, Listings Compliance (Sydney)  
ASX Compliance Pty Ltd  
20 Bridge Street  
SYDNEY NSW 2000



By Email: Stephanie.Yong@asx.com.au

Dear Stephanie,

I refer to your letter dated 29 June 2016 in relation to the Appendix 3Y for Mr. Geoff Wilson. We note that the lodgment contained changes to holdings due to acquisitions of shares for the period 14 – 24 June (as per announcement) should have been lodged with ASX by 21 June 2016.

On 9 June 2016, an Appendix 3Y was issued for on-market shares acquired by entities associated with Mr. Wilson between 2 - 7 June 2016. However, a further 27,092 on-market shares were acquired on this day and due to an administrative oversight, these shares were not included in the lodged Appendix 3Y. This was corrected in the Appendix 3Y lodged on 27 June 2016 and seeks to remedy this by disclosing the additional shares purchased. We also noted that the date of change disclosed in the Appendix 3Y referred to the settlement date instead of the trade date of 9 June - 22 June 2016.

The terms of the director's appointment provide that each director must advise the Company of any change in a notifiable interest within 5 business days. The directors are reminded of these obligations at various times during the year. The holding balances are also periodically checked during the year and confirmed by directors. The Company has a policy in place for announcing these notices via ASX online and ensuring all lodgment confirmations are filed with the appropriate documents.

The Company has taken this opportunity to review its current arrangements regarding notification of interest changes to ensure that they are adequate, and does not consider any further steps necessary to ensure compliance with Listing Rule 3.19B.

Yours Sincerely,

**Matthew McShane**  
Company Secretary





29 June 2016

Matthew McShane  
Company Secretary  
Century Australia Investments Limited  
C/ - White Outsourcing Pty Limited  
Level 3, 99 Bathurst St  
Sydney NSW 2000

By email

Dear Matthew

**Century Australia Investments Limited (the "Company")  
Appendix 3Y – Change of Director's Interest Notice**

We refer to the following:

1. The Appendix 3Y for Mr Geoff Wilson lodged by the Company with ASX Limited ("ASX") on 27 June 2016 (the "Appendix 3Y").
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). 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 3.19A. 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 Appendix 3Y indicates that changes in Mr Wilson's notifiable interests occurred between 14<sup>th</sup> – 24<sup>th</sup> June 2016. It appears that an Appendix 3Y should have been lodged with ASX by 21 June 2016. 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 Appendix 3Y 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 a return e-mail or by facsimile on facsimile number **(02) 9241 7620**. It should not be sent to the Market Announcements Office.

A response is requested as soon as possible and, in any event, **no later than close of business (Sydney time) on Monday, 4 July 2016**.

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

If you have any queries or concerns, please contact me immediately.



Yours sincerely

*[Sent electronically without signature]*

Stephanie Yong  
**Senior Adviser, Listings Compliance (Sydney)**