Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

PS & C Limited

ACN/ARSN

164 718 361

1. Details of substantial holder (1)

Name

Leanne Maree O'Connor (O'Connor)

ACN/ARSN (if applicable)

There was a change in the interests of the

substantial holder on

16/05/2016

The previous notice was given to the company on

26/04/2016

The previous notice was dated

22/04/2016

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | | |
|-------------------------|-----------------|------------------|----------------|------------------|--|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) | |
| Ordinary | 6,036,777 | 9.14% | 4,440,180 | 6.70% | |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|------------------------|---|----------------------|--|--|----------------------------|
| 21/04/16 - 13/05/16 | Synergy Contracting Pty Ltd ATF O'Connor Family Trust (Synergy Contracting) | On-market sales | \$1,095,149 | (1,596,597) ordinary shares | (1,596,597) |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|---|---------------------------------------|--|----------------------------------|--------------------------------|----------------|
| Synergy Contracting Pty Ltd ATF O'Connor Family Trust (Synergy Contracting) | Synergy Contracting | Synergy Contracting | Fully Paid Ordinary Shares | 98,905 | 98,905 |
| O'Connor | O'Connor | O'Connor | Fully Paid Ordinary Shares | 4,341,275 | 4,341,275 |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association | | |
|-----------------------------------|-----------------------|--|--|
| (±) | .a. | | |

6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|---|---|
| Synergy Contracting Pty Ltd ATF O'Connor Family Trust | 121 Harold Street, Middle Park VIC 3206 |
| Leanne Maree O'Connor | 121 Harold Street, Middle Park VIC 3206 |

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print name Leanne Maree Q'Connor

capacity DIRECTOR

sign here

Date:

20/5/16