

14 April 2016

Stephanie So
Senior Adviser, Listings Compliance (Sydney)
ASX Compliance Pty Ltd
20 Bridge Street
Sydney NSW 2000
By e-mail to stephanie.so@asx.com.au

LATE LODGEMENT OF FORMS

Dear Stephanie

I refer to your letter of 14 April 2016.

I answer the questions in the letter as follows:

1. At the time of the relevant changes I assumed that my assistant would attend to the relevant lodgement and they assumed that I would. In the circumstances there was an oversight and the forms were not lodged on time.
2. The company's current trading policy requires directors to notify the company secretary of any intended trading. It is also a standing item at board meetings that directors are required to make disclosures, including any intended trading. This process is intended to ensure that any changes in directors' interest (if permitted) are notified internally and lodged with the ASX accordingly. While we are aware of the obligations, there is no express mention in the trading policy or indeed in the continuous disclosure policy of notification of initial interests and final interests. This will be remedied and the relevant policies will be amended to align formal documentation with practice.
3. Our opinion is that the current arrangements are adequate so far as changes of interests are concerned; and that the intended changes to relevant policies will assist in future compliance in relation to initial and final interests. Directors and officers will be specifically reminded of the Listing Rule requirements and amendment to the relevant policies at the board meeting to be held next week. In addition there will be a general reminder noted at the meeting to refresh acquaintance with all policies.

Yours sincerely
(sent electronically without signature)

Myron Zlotnick,
Company Secretary



14 April 2016

Mr Myron Zlotnick
General Counsel & Company Secretary
Reckon Limited
Level 12
65 Berry Street
North Sydney NSW 2060

By email: myron.zlotnick@reckon.com

Dear Mr Zlotnick

Reckon Limited (the “Entity”): Appendix 3X and Appendix 3Z

We refer to the following;

1. The Appendix 3X lodged by the Entity with ASX on 31 March 2016 for Mr Chris Woodford (the “Appendix 3X”);
2. The announcement lodged by the Entity with ASX on 1 May 2015 announcing Mr John Thame’s intention to retire from the board effective 30 June 2015.
3. 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.

4. 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.

5. 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.

As the Appendix 3X indicated that the director was appointed on 1 July 2015 it appears that the Appendix 3X should have been lodged with ASX by 8 July 2015. As the Appendix 3X was lodged on 31 March 2016, it appears that the Entity may be in breach of listing rules 3.19A and/or 3.19B.

Further, as the announcement of 1 May 2015 announced Mr John Thame's intention to retire from the board effective from 30 June 2015, and the Appendix 3Z has not yet been lodged with ASX at the time of writing, it also appears there may be a further breach by the Entity 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 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 Appendices were 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. It should not be sent to the ASX Market Announcements Office. Please also ensure the Appendix 3Z for Mr John Thames is lodged with ASX by no later than your response to this letter.

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 Tuesday, 19 April 2016.

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]

Stephanie So
Senior Adviser, Listings (Sydney)