



20 September 2010

Senior Advisor
Mr Rohan Abeyewardene
ASX Compliance Pty Limited
Level 5
Riverside Centre
123 Eagle Street
BRISBANE QLD 4000

Dear Mr Abeyewardene

APPENDICES 3Z FINAL DIRECTOR INTEREST NOTICES

In reference to your letter dated 16 September 2010 regarding the late lodgement of Appendix 3Z Notices we respond as follows:

1. The Appendix 3Z Notices were lodged late due to an oversight of the Board of Directors. At the time of the resignations of the Directors, the Company Secretary also resigned. The Company Secretary previously was responsible for the completion of these notices and due to the Board restructure the process of completing these notices was overlooked.
2. The Company has Corporate Governance Policies in place to ensure compliance with all Listing Rules and Corporations Act requirements. These Corporate Governance Guidelines are made available to all Directors and the Directors at the time were aware of these Policies.
3. The Company has taken measures to ensure all the current Directors of Wintech Group Limited are aware of the Corporate Governance Policies and the ASX Listing Rules to ensure that this oversight does not occur again.

Yours Sincerely
WINTech GROUP LIMITED

A handwritten signature in black ink that reads "T. Kelly". The signature is written in a cursive, flowing style.

TREVOR KELLY
Director and Company Secretary



16 September 2010

Mr Trevor Kelly
Director
Witech Group Limited
Suite 304, 22 St Kilda Road
ST KILDA VIC 3182

By email: tkelly@witechgroup.com.au

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Dear Mr Kelly

**Witech Group Limited (the "Company")
Appendices 3Z Final Director's Interest Notices**

We refer to the following:

1. The Appendix 3Z lodged by the Company with ASX on Tuesday, 31 August 2010 for David Yap;
2. The Appendix 3Z lodged by the Company with ASX on Tuesday, 31 August 2010 for Kim Wong;
3. The Appendix 3Z lodged by the Company with ASX on Tuesday, 31 August 2010 for Maurice William Gerken;
4. The Appendix 3Z lodged by the Company with ASX on Tuesday, 31 August 2010 for Yong Hua Tay;
(together, the "Appendices 3Z")

5. 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.

6. 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.

7. 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 Appendices 3Z indicate that:

1. David Yap and Yong Hua Tay ceased to be directors of the Company on Thursday, 29 July 2010. It appears that David Yap and Yong Hua Tay should have lodged Appendices 3Z with ASX by Friday, 6 August 2010;
2. Kim Wong ceased to be a director of the Company on Wednesday, 28 July 2010. It appears that Kim Wong should have lodged an Appendix 3Z with ASX by Thursday, 5 August 2010; and
3. Maurice William Gerkens ceased to be a director of the Company on Wednesday, 4 August 2010. It appears that Maurice William Gerkens should have lodged an Appendix 3Z with ASX by Wednesday, 11 August 2010.

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 Appendices 3Z were 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 Rohan Abeyewardene by email at rohan.abeyewardene@asx.com.au or by facsimile on facsimile number (07) 3832 4114. 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 9.30am EST on Tuesday, 21 September 2010.**

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

A handwritten signature in black ink, appearing to read 'R. Abeyewardene', written in a cursive style.

Rohan Abeyewardene
Senior Adviser, Issuers (Brisbane)

Copy: Ms Melanie Leydin, Leydin Freyer