



Sofcom Limited
A.B.N 88 087 482 602
308 Kororoit Creek Rd
WILLIAMSTOWN VIC 3016

18th November 2011

Mr Darren Collins
Australian Securities Exchange
Level 45 South Tower
525 Collins Street
Melbourne VIC 3000

Dear Darren,

Re: Late Lodgement of Appendix 3Y's

We refer to your letter dated 16 November 2011 regarding the Appendices 3Y lodged by the company. In response to your letter, we give the following answers;

1. Please explain why the notices were lodged late.

The Appendix 3Y's were lodged late due to oversight. The company did not receive the signed off market share transfer form until the 15th November 2011, however the form was dated 24th October 2011. The Appendix 3Y's were lodged immediately upon receipt of the form.

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?

At the time of appointment, new directors are provided with documentation advising them of the requirement to advise the company of notifiable interests in securities and contracts, and subsequent changes. Each director signs an agreement for the provision of the appropriate information to the company.

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?

The company believes that the late lodgment of the Appendix 3Y's was a one-off event and that its current arrangements with the directors are adequate and do not require modification. However, a letter has been sent to each director reminding them of the requirement to formally notify the company of changes in notifiable interests as they occur.

Yours sincerely



Kristian Stebbing
Director
Sofcom Limited



ASX Compliance Pty Ltd
ABN 26 087 780 489
Level 4
Rialto South Tower
525 Collins Street
Melbourne VIC 3000

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Melbourne VIC 3001

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16 November 2011

Mr Kristian Stebbing
Company Secretary
Sofcom Limited

By Email

Dear Kristian

Sofcom Limited (the "Company")

We refer to the following;

1. The Appendices 3Y lodged by the Company with ASX on 15 November 2011 for yourself and Mr Paul Stebbing;
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) 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.*

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 Appendices indicate that a change in both notifiable interests occurred on 24 October 2011. It appears that both Notices should have been lodged with ASX by 31 October 2011. Consequently, the Company may be in breach of listing rules 3.19A and/or 3.19B. It also appears the directors concerned may have breached section 205G of the Corporations Act.

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 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 me by e-mail at darren.collins@asx.com.au or by facsimile on facsimile number (03) 9614 0303. 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.D.S.T.) on Monday, 21 November 2011.**

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]

Daren Collins
Head of National Accounting Group
Senior Adviser, Listings