



13 September 2012

ASX Limited  
Company Announcements Office

Dear Sir/Madam

**Appendix 3B amendments**

The Company will lodge a Prospectus relating to the Bonus Options first described in the Appendix 3B lodged with the ASX on 9 March 2011.

Please note that, as set out in the Appendix 3B enclosed, the correct expiry date relating to these Bonus Options is 10 December 2012 (being 5 years from the date of issue as per the terms of the Bonus Options).

The enclosed Appendix 3B also relates to the issue of 30,100,000 ordinary shares to Vantow Pty Ltd and Mrs Jenifer Wood for services provided to the Company to which the Prospectus will also relate.

Yours faithfully

A handwritten signature in black ink, appearing to read "Murray Smith".

Murray Smith  
Company Secretary

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

Computronics Holdings Limited

ABN

73 082 573 108

We (the entity) give ASX the following information.

### Part 1 – All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |
|---|--|
| 1. <sup>+</sup> Class of <sup>+</sup> securities issued or to be issued   | 1. Options exercisable at \$0.02 until 10 December 2015<br>2. Ordinary Shares  |
| 2.       Number of <sup>+</sup> securities issued or to be issued (if known) or maximum number which may be issued  | 1. Up to 337,357,325 10 December 2015 Options exercisable at \$0.02.<br>2. 30,100,000 fully paid Ordinary Shares   |
| 3.       Principal terms of the <sup>+</sup> securities (eg, if options, exercise price and expiry date; if partly paid <sup>+</sup> securities, the amount outstanding and due dates for payment; if <sup>+</sup> convertible securities, the conversion price and dates for conversion) | 1. Options exercisable at \$0.02 and expiring 10 December 2015 (for every Option that is exercised, the holder will receive 1 new fully paid ordinary share).<br>2. Fully paid ordinary shares on the same terms as the Company's existing ordinary fully paid ordinary shares on issue. |

<p>4. Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<ol style="list-style-type: none"> <li>1. 10 December 2015 Options – No: <ul style="list-style-type: none"> <li>• The options will not rank equally. When exercised the shares issued will rank equally with existing Fully Paid Ordinary Shares;</li> <li>• The options will not participate in dividends. The holder would be required to exercise their option in order to participate;</li> <li>• The options are a new class of security.</li> </ul> </li> <li>2. Ordinary Shares – Yes.</li> </ol>
<p>5. Issue price or consideration</p>	<ol style="list-style-type: none"> <li>1. No consideration will be payable for the issue of Options. However, the exercise price will be \$0.02 per Share.</li> <li>2. The issue of 30,000,000 Shares to Vantow Pty Ltd is pursuant to an executive service agreement dated 27th March 2012 and will be issued at \$0.001 per Share as consideration for services provided. The issue of 100,000 Shares to Mrs Jenifer Wood will be at \$0.02 per Share as consideration for administrative and secretarial services provided.</li> </ol>
<p>6. Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<ol style="list-style-type: none"> <li>1. 1 for 1 Bonus Options Issue. This Bonus Options Issue is being undertaken principally to reward existing Shareholders for their loyalty. It is currently intended that any funds raised by the exercise of the Bonus Options will be used as follows: <ul style="list-style-type: none"> <li>• development and expansion of a mobile marketing and e-commerce platform;</li> <li>• the expansion of the Company's business relating to facial recognition technology and LED light technology; and</li> <li>• the working capital requirements of the Company.</li> </ul> </li> <li>2. The issue of 30,000,000 Shares to Vantow Pty Ltd is pursuant to an executive service agreement dated 27th March 2012 and will be issued at \$0.001 per Share as consideration for services provided. The issue of 100,000 Shares to Mrs Jenifer Wood will be at \$0.02 per Share as consideration for administrative and secretarial services provided.</li> </ol>
<p>7. Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<ol style="list-style-type: none"> <li>1. 28 September 2012</li> <li>2. 2 October 2012</li> </ol>

8.	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	Number	+Class
		1. 337,357,325 2. 456,093,216	1. 10 December 2015 Options 2. Ordinary Shares
9.	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	Number	+Class
		19,500,000	Ordinary shares fully paid
10.	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The directors of the Company may from time to time determine to distribute the profits of the Company by way of dividend amongst the Shareholders in proportion to the amounts paid up on the Shares held by them.	

## Part 2 – Bonus issue or pro rata issue

11.	Is security holder approval required?	No
12.	Is the issue renounceable or non-renounceable?	No-Renounceable
13.	Ratio in which the <sup>+</sup> securities will be offered	1 Option for every 1 Share held
14.	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	Fully paid ordinary shares
15.	<sup>+</sup> Record date to determine entitlements	8 December 2010
16.	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17.	Policy for deciding entitlements in relation to fractions	N/A

18.	<p>Names of countries in which the entity has <sup>+</sup>security holders who will not be sent new issue documents</p> <p>Note: Security holders must be told how their entitlements are to be dealt with.</p> <p>Cross reference: rule 7.7.</p>	<p>Denmark Great Britain USA</p>
19.	Closing date for receipt of acceptances or renunciations	<p>1. N/A 2. 1 October 2012</p>
20.	Names of any underwriters	N/A
21.	Amount of any underwriting fee or commission	N/A
22.	Names of any brokers to the issue	N/A
23.	Fee or commission payable to the broker to the issue	N/A
24.	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders	N/A
25.	If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting	N/A
26.	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	<p>1. 28 September 2012 2. 2 October 2012</p>
27.	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28.	Date rights trading will begin (if applicable)	N/A
29.	Date rights trading will end (if applicable)	N/A

30. How do <sup>+</sup>security holders sell their entitlements *in full* through a broker? N/A
31. How do <sup>+</sup>security holders sell *part* of their entitlements through a broker and accept for the balance? N/A
32. How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)? N/A
33. <sup>+</sup>Despatch date 1. 28 September 2012  
2. 2 October 2012

### Part 3 – Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34. Type of securities  
(tick one)
- (a)  Securities described in Part 1
- (b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

##### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35.  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
36.  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 – 5,000  
5,001 – 10,000  
10,001 – 100,000  
100,001 and over
37.  A copy of any trust deed for the additional <sup>+</sup>securities

#### Entities that have ticked box 34(b)

38. Number of securities for which <sup>+</sup>quotation is sought

39. Class of <sup>+</sup>securities for which quotation is sought

40. Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41. Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

42. Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the securities in clause 38)

Number	+Class

**Quotation agreement**

1. <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX’s absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
2. We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those <sup>+</sup>securities should be not be granted <sup>+</sup>quotation.
  - An offer of the <sup>+</sup>securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any <sup>+</sup>securities to be quoted and that no-one has any right to return any <sup>+</sup>securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.

- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
3. We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
  4. We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Murray Smith (Director & Company Secretary) Date: 13 September 2012

Print name: Murray Smith