



20 June 2013

Company Announcements Office
ASX Limited

Transpacific Industries Group Ltd

ABN: 74 101 155 220

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Dear Sirs

Appendix 3B

Please find attached an Appendix 3B following the:

- Issue of 4,992,034 Performance Rights to employees under the Company's long-term incentive plan (2013 offer); and
- Cancellation of performance rights on issue under the Company's incentive plans in accordance with the plan rules as follows:

Long-term incentive plan – 2011 offer	354,082
Executive Engagement award	1,030,673
Long-term incentive plan – 2012 offer	484,533
Annual incentive plan – 2012 offer	24,246

Yours sincerely
Transpacific Industries Group Ltd

A handwritten signature in black ink that reads "Kellie Smith".

Kellie 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, 24/10/2005.

Name of entity

Transpacific Industries Group Ltd

ABN

74 101 155 220

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 | +Class of +securities issued or to be issued | Performance Rights (under the Transpacific Industries Group Ltd Long-term Incentive Plan) (LTIP) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 4,992,034 Performance Rights (under the LTIP) |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | <p>Each Performance Right carries an entitlement to one fully paid Ordinary TPI Share for each vested Performance Right. Vesting will occur 14 days after release of results for the year ending 30 June 2016 subject to continued employment, and achievement of the following performance hurdles:</p> <p>Up to 50% vest subject to achievement of certain Total Shareholder Return rankings;
Up to 50% vest subject to achievement of certain Earnings Per Share performance targets.</p> <p>Any Performance Rights that do not vest will lapse.</p> <p>No amount is payable on the issue or exercise of the Performance Rights</p> |

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	<p>Ordinary shares issued or transferred on exercise of Performance Rights will rank equally with other Ordinary Shares then on issue, except for any entitlements which has a record date before the date of issue of those shares.</p>				
	If the additional securities do not rank equally, please state:					
	<ul style="list-style-type: none"> • 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 					
5	Issue price or consideration	\$0				
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issued as equity incentives to employees under the Transpacific Industries Group Long-term Incentive Plan (LTIP)				
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	19 June 2013				
8	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="767 1552 1062 1585">Number</th> <th data-bbox="1062 1552 1437 1585">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="767 1585 1062 1742">1,578,563,490</td> <td data-bbox="1062 1585 1437 1742">Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	1,578,563,490	Fully Paid Ordinary Shares
Number	+Class					
1,578,563,490	Fully Paid Ordinary Shares					

<p>9 Number and ⁺class of all ⁺securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="829 336 1133 369">Number</th> <th data-bbox="1133 336 1509 369">⁺Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="829 369 1133 470">2,318,797 (under the TPI LTIP – 2011 offer)</td> <td data-bbox="1133 369 1509 470">Performance rights</td> </tr> <tr> <td data-bbox="829 470 1133 571">5,554,396 (under the TPI EEA)</td> <td data-bbox="1133 470 1509 571">Performance rights</td> </tr> <tr> <td data-bbox="829 571 1133 672">4,132,725 (under the TPI LTIP – 2012 offer)</td> <td data-bbox="1133 571 1509 672">Performance rights</td> </tr> <tr> <td data-bbox="829 672 1133 772">1,029,087 (under the TPI AIP 2012 offer)</td> <td data-bbox="1133 672 1509 772">Performance rights</td> </tr> <tr> <td data-bbox="829 772 1133 985">4,992,034 (under the TPI LTIP – 2013 offer)</td> <td data-bbox="1133 772 1509 985">Performance rights</td> </tr> </tbody> </table>	Number	⁺ Class	2,318,797 (under the TPI LTIP – 2011 offer)	Performance rights	5,554,396 (under the TPI EEA)	Performance rights	4,132,725 (under the TPI LTIP – 2012 offer)	Performance rights	1,029,087 (under the TPI AIP 2012 offer)	Performance rights	4,992,034 (under the TPI LTIP – 2013 offer)	Performance rights	
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<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>No change</p>													

Part 2 - Bonus issue or pro rata issue

<p>11 Is security holder approval required?</p>	<p>N/A</p>
<p>12 Is the issue renounceable or non-renounceable?</p>	<p>N/A</p>
<p>13 Ratio in which the ⁺securities will be offered</p>	<p>N/A</p>
<p>14 ⁺Class of ⁺securities to which the offer relates</p>	<p>N/A</p>
<p>15 ⁺Record date to determine entitlements</p>	<p>N/A</p>
<p>16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?</p>	<p>N/A</p>

17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
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 +security holders	N/A
25	If the issue is contingent on +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	N/A
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 +security holders sell their entitlements in full through a broker?	N/A
31	How do +security holders sell part of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

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 +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +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 +securities

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

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39 Class of +securities for which quotation is sought

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40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +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)

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

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +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 +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act 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: Date: 20 June 2013
(Company secretary)

Print name: Kellie Smith

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