

UDB Pty Limited ATF Boettcher Family Trust
PO Box 4440
Manuka ACT 2603

ABN: 91 226 369 443

Our Ref: UDB136/08

28 October 2013

The Manager
Company Announcements
Australian Securities Exchange Limited
Exchange Centre
20 Bridge Street
Sydney, NSW, 2000

Dear Sir/Madam,

Notice of Change of Interests of Substantial Holder – XTEK Limited [ASX:XTE]

Following is a Form 604 *Notice of change of interests of substantial holder* dated 28 October 2013 in accordance with section 671(B) of the Corporations Act 2001 (the Act).

I confirm that the original Form 604 has been served on XTEK Limited by express post today pursuant to section 671(B)(1)(b) of the Act.

Yours faithfully,



Uwe Boettcher
Director
UDB Pty Ltd
uboettcher@boettcherlaw.com.au

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme XTEK LimitedACN/ARSN ABN 90 103 629**1. Details of substantial holder(1)**Name UDB Pty LtdACN/ARSN if applicable) ABN 91 226 369 443There was a change in the interests of
the substantial holder on 28/10/2013The previous notice was given to the company on 20/08/2012The previous notice was dated 20/08/2012**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power 5	Person's votes	Voting power 5
Ordinary Fully Paid	40,397,562	24.36%	46,303,135	23.86%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Attached	See Attached	See Attached	See Attached	See Attached	See Attached

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UDB P/L at The Boettcher Family Trust	Ditto	Ditto	Beneficial Owner	34,915,512 ordinary	34,915,512
UDB P/L at Boettcher Superannuation Fund	Ditto	Ditto	Beneficial Owner	11,587,623 ordinary	11,587,623

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
4 Sept 2012	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.026	196,500 Ordinary	196,500
11 Sept 2012	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.030	3,500 Ordinary	3,500
14 Sept 2012	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.026	200,000 Ordinary	200,000
4 Oct 2012	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.026	95,429 Ordinary	95,429
27 Nov 2012	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.029	154,700 Ordinary	154,700
2 Jan 2013	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.025	200,000 Ordinary	200,000
1 Aug 2013	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.023	54,444 Ordinary	54,444
5 Aug 2013	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.025	220,000 Ordinary	220,000
14 Oct 2013	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.027	200,000 Ordinary	200,000
23 Oct 2013	UDB Pty Ltd ATF Boettcher Family Trust	On Market Transfer	0.027	200,000 Ordinary	200,000
25 Oct 2013	UDB Pty Ltd ATF Boettcher Family Trust	Rights Issue	0.027	2,200,000 Ordinary	2,200,000
25 Oct 2013	UDB Pty Ltd ATF Boettcher Superannuation Fund	Rights Issue	0.027	2,500,000 Ordinary	2,500,000

5. Changes

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of the persons named in this form are as follows:

Name	Address
UDB Pty Ltd ATF the Boettcher Family Trust	2/37 Canberra Ave, Forrest ACT 2603
UDB Pty Ltd ATF the Boettcher Superannuation Fund	2/37 Canberra Ave, Forrest ACT 2603

Signature

print name Uwe Daniel Boettcher capacity Director

sign here  date 28/10/2013

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests eg. a corporation and its related corporations, or the manager and trustee of an equity trust, the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 606 and 671 B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) Any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection of 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.