



Dear Shareholder

Please take note that the Company, on 12 October 2012, initiated proceedings No VID 796 of 2012 in the Federal Court of Australia for declaratory relief pursuant to s.1322(4) of the Corporations Act 2001 (Cth) (the Corporations Act). The details of the Company's claim, and the orders sought, are set out in the enclosed copy of the Originating Application, filed on 12 October 2012.

The declaratory relief sought by the Company relates to 337,357,325 bonus share options issued to shareholders on 10 December 2010 (with an ASX record date of 8 December 2010). An ASX announcement regarding the issue of the bonus options, dated 26 November 2010, is enclosed. The bonus options were issued by the Company without the lodgement of a prospectus and, therefore, without the proper disclosure required by Chapter 6D of the Corporations Act. A holding lock has been placed on all issuer-sponsored options.

In its application the Company seeks, among other things, retrospective orders that the issue of the bonus options was not invalid by reason of the non-disclosure. The Company also seeks a declaration that shareholders who transferred the issued options prior to the holding lock be relieved from any civil liability arising out of the Company's failure to comply with the relevant disclosure provisions of the Corporations Act.

The Federal Court proceedings were first heard by Justice Gray in Melbourne on 30 October 2012. His Honour adjourned the hearing of the proceedings until 26 November 2012 so that the Company would provide further evidence to the Court and also to afford the shareholders an opportunity to consider the application and respond to it.

Further details relating to the Originating Application are available from the Company by request. Any shareholder wishing to comment on the application or make submissions to the Company or to the Court in respect of the proceedings can write to:

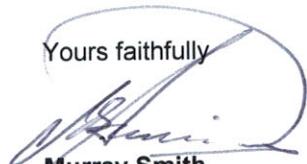
Unit 1, 103 Lewis Road  
Knoxfield VIC 3180

or contact the Company on +61 3 9801 2566.

Alternatively, any shareholder wishing to comment or make submissions as to the application may appear, either personally or via a legal representative, in the Federal Court of Australia in Melbourne, on 26 November 2012. The precise time at which and the Court room in which the hearing is to be held will be available on the Federal Court of Australia website at <http://www.fedcourt.gov.au/ctlists/ctlists.html> from approximately 5.30pm on 25 November 2012.

Any shareholder wishing to comment, make submissions or appear at the hearing on 26 November 2012 is asked to inform the Company of their intention to do so by 5pm on 21 November 2012.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Murray Smith', enclosed within a large, loopy blue scribble that also overlaps the text 'Yours faithfully'.

**Murray Smith**  
Company Secretary  
Computronics Holdings Ltd



26 November 2010

**ASX Announcement**

**ISSUE OF OPTIONS**

The Directors of Computronics Holdings Pty Ltd wish to announce an issue to shareholders of one free option for every one share held in the Company. The option is convertible into one ordinary share of the company with an exercise price of 2 cents per share. The options are exercisable on or before 30 November 2015. The record date for the shareholder's entitlement to participate in the bonus issue shall be 8 December 2010. Updated holding statement will be sent to Securityholders on 15 December 2010.

The Company will apply to have the options listed on the ASX.

Yours faithfully

Sachlan Fraval

CHAIRMAN

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Computronics Holdings Ltd | ABN 73 082 573 108 | ASX: CPS

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Form 15  
Rules 8.01(1); 8.04(1)

**Originating application**

VID796/2012

No. VID /2012

Federal Court of Australia  
District Registry: Melbourne  
Division: General

**In the matter of COMPUTRONICS HOLDINGS LIMITED (ACN 082 573 108)**

**COMPUTRONICS HOLDINGS LIMITED**

**(ACN 082 573 108)**

Applicant

To the Respondents

The Applicant applies for the relief set out in this application.

The Court will hear this application, or make orders for the conduct of the proceeding, at the time and place stated below. If you or your lawyer do not attend, then the Court may make orders in your absence.

You must file a notice of address for service (Form 10) in the Registry before attending Court or taking any other steps in the proceeding.

Time and date for hearing: 10:15AM, 30 OCTOBER 2012

Place: Owen Dixon Commonwealth Law Courts Building  
305 William Street  
Melbourne VIC 3000



Filed on behalf of (name & role of party) Computronics Holdings Limited (ACN 082 573 108)

Prepared by (name of person/lawyer) Alfonso Grillo

Law firm TressCox Lawyers

Tel (03) 9602 9444

Fax (03) 9642 0382

Email [alfonso\\_grillo@tresscox.com.au](mailto:alfonso_grillo@tresscox.com.au)

**Address for service**

Level 9, 469 La Trobe Street, Melbourne, Victoria, 3000

The Court ordered that the time for serving this application be abridged to

Date:

12 OCT 2017



Signed by an officer acting with the authority  
of the District Registrar

## **DETAILS OF CLAIM**

On the grounds stated in the statement of claim, accompanying affidavit or other document prescribed by the Rules, the Applicant claims:

1. A declaration pursuant to s1322(4)(a) of the Corporations Act 2001 (Cth) that any issue of bonus options which may be exercised at \$0.02 for ordinary shares in Computronics Holdings Limited (ACN 082 573 108), issued on 10 December 2010 following the lodgement of an Appendix 3B disclosure document with the Australian Securities Exchange on 26 November 2010, is not invalid by reason of the failure of the Applicant to comply with s706 and/or s707 of the Corporations Act 2001 (Cth).
2. A declaration pursuant to s1322(4)(c) of the Corporations Act 2001 (Cth) that any transferors of the issued bonus options having transferred those bonus options between 10 December 2010 and 27 August 2012 be wholly relieved from any civil liability arising out of contravention of s707(3) and/or s727(1) of the Corporations Act 2001 (Cth) or by reason of the Applicant's failure to comply with s706 and/or s707 of the Corporations Act 2001 (Cth).
3. An order that a sealed copy of these Orders be served on the Australian Securities and Investments Commission ("ASIC") as soon as reasonably practicable and upon service of any orders made on ASIC, ASIC is to include a copy of these orders on its database.
4. An order that a copy of the Orders be served on Computronics Holdings Limited (ACN 082 573 108) as agent for all relevant shareholders and holders of bonus options.
5. Such further or other orders as the Court deems appropriate.

### **Applicant's address**

The Applicant's address for service is:

Place: Level 9, 469 La Trobe Street, Melbourne, Victoria, 3000

Email: [alfonso\\_grillo@tresscox.com.au](mailto:alfonso_grillo@tresscox.com.au)

The Applicant's address is Unit 1, 103 Lewis Road, Knoxfield, Victoria, 3180



**Service on the Respondent**

It is not intended to serve this application on any Respondent.

It is intended to serve this application on:

- The Australian Securities and Investments Commission; and
- The Australian Securities Exchange.

Date: 12 October 2012

Signed by Alfonso Grillo  
Lawyer for the Applicant

