

ABN 81 061 642 733 44b CAMBRIDGE STREET ROCKLEA QLD 4106

Telephone(07) 3240 4900Facsimile(07) 3054 0240

2 December 2014

Mr Patrick McCarthy ASX Compliance Pty Ltd 20 Bridge Street SYDNEY NSW 2000

Dear Patrick,

Lindsay Australia Ltd (the "Company") – Change of Directors Interest Notice L.R Hancock (the "Director")

We refer to your letter in connection with the lodgment of the Appendix 3Y in relation to the Director on 01 December 2014.

1. Please explain why the Appendix 3Y was lodged late?

The Director interests related to the Director and his wife's position as directors of family superannuation entities. The Director and his wife resigned from those directorships. Notification of those resignations was not made due to administrative oversight. No shares were traded in connection with the resignations and therefore no change to the legal holdings, as the interests were indirect interests.

2. What arrangements does the Company have in place with its Directors to ensure it is able to meet its disclosure obligations under LR 3.19A?

The company has documented arrangements requiring Directors to notify the Company of any transactions involving a change in their notifiable interest to enable reporting within the required time frame. The Company Secretary and relevant officers of the Company review Computershare trading reports on a daily basis to ensure Director holdings are identified and reported to ASX within the required time frame, in this instance there was no trading in connection with the change.

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?



Apart from this instance, the Company considers that its current arrangements are adequate to ensure compliance with listing rule 3.19B. The Company undertakes to remind Directors of the disclosure requirements and apologizes for any inconvenience.

Please contact me should you have any further queries regarding the above or any other matter.

Yours faithfully LINDSAY AUSTRALIA LIMITED

31fand

Broderick Jones Company Secretary



ASX Compliance Pty Limited ABN 26 087 780 489 20 Bridge Street Sydney NSW 2000 P0 Box H224 Australia Square NSW 1215

Telephone 61 2 9227 0135 www.asx.com.au

2 December 2014

Mr Broderick Jones Lindsay Australia Limited Locked Bag 2004 Archerfield QLD 4108

By email

Dear Broderick

Lindsay Australia Limited (the "Company") Appendix 3Y – Change of Director's Interest Notice

We refer to the following;

- 1. The Appendix 3Y lodged by the Company with ASX on 1 December 2014 for Leslie Raymond Hancock (the "Director Notice");
- 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). 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.

The Appendix 3Y indicate that a change in Director's notifiable interest occurred on 1 July 2013. It appears that the Director's Notice should have been lodged with ASX by 8 July 2013. 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 Appendix was 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 patrick.mccarthy@asx.com.au. It should <u>not</u> 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 (ie before 9.30 a.m. A.E.D.T.) on Thursday, 4 December 2014.

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]

Patrick McCarthy Adviser, Listings Compliance