

21st October 2012

National Stock Exchange of Australia Limited
PO Box 283
NEWCASTLE NSW 2300

FOR IMMEDIATE RELEASE

Australian United Retailers Limited (ACN 077 879 782) advises of the following changes to the number of Non Cumulative Redeemable Preference (NCRP) – A Class shares on issue during the period from 1 July to 30 September 2012:

Opening Balance at 30 June 2012:	11,560,407
29 new shares issued at \$1.00 to 29 new store owner members:	29
20 shares redeemed at \$1.00, from 20 store owners ceasing to be members:	(20)
Closing Balance at 30 September 2012:	11,560,416

Further details are available in the 'Application for Quotation of Additional Securities' form which is appended to this letter.

Should you require any further information, please do not hesitate to contact the undersigned.

Kind regards



Tony Pacella
Company Secretary
Australian United Retailers Limited

NSX Newcastle

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National Stock Exchange of Australia Limited
ABN: 11 000 902 063

Application for Quotation of Additional Securities

File Reference:

I:\Publications\Operating Rules\Listing Rules\Forms\NSX Quotation of Additional Securities.doc



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Introduction

To ensure the efficient processing of this form by NSX, please:

1. Adhere to the suggested number of the annexures required by this form.
2. Complete **all** statements and questions in this form. (NSX can provide an electronic version of this form on request).

More Information and Submission of Form:

Further information can be obtained from and all applications should be sent to:

General Manager
National Stock Exchange of Australia Limited
PO BOX 283
Newcastle NSW 2300

Phone: 61 2 4929 6377

Fax: 61 2 4929 1556

<http://www.nsga.com.au>



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

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

Introduced 11 March 2004.

Name of entity

AUSTRALIAN UNITED RETAILERS LIMITED

ABN/ACN

077 879 782

We (the entity) give NSX 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 | NON CUMULATIVE REDEEMABLE PREFERENCE (NCRP) – A CLASS |
| 2 | Number of securities issued or to be issued (if known) or maximum number which may be issued | 29 ADDITIONAL
20 REDEEMED
9 NET DECREASE |
| 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) | 29 SHARES ISSUED AT \$1.00 TO 29 NEW STORE OWNER MEMBERS.
20 SHARES REDEEMED AT \$1.00, FOR 20 STORE OWNERS CEASING TO BE MEMBERS. |
| 4 | <p>Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities?</p> <p>If the additional securities do not rank equally, please state:</p> <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 | RANK EQUALLY IN ALL RESPECTS WITH EXISTING A CLASS NCRP |



5	Issue price or consideration	\$1.00 PAID FOR 29 SHARES.					
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	MEMBERSHIP QUALIFICATION FOR NEW STORE OWNERS.					
7	Dates of entering securities into uncertificated holdings or despatch of certificates	30 SEPTEMBER 2012					
8	Number and class of all securities quoted on NSX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="786 840 1082 873">Number</th> <th data-bbox="1086 840 1386 873">Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="786 873 1082 1086">11,560,416</td> <td data-bbox="1086 873 1386 1086">A CLASS NCRP – FULLY PAID</td> </tr> </tbody> </table>	Number	Class	11,560,416	A CLASS NCRP – FULLY PAID	
Number	Class						
11,560,416	A CLASS NCRP – FULLY PAID						
9	Number and class of all securities not quoted on NSX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="786 1120 1082 1153">Number</th> <th data-bbox="1086 1120 1386 1153">Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="786 1153 1082 1366">186</td> <td data-bbox="1086 1153 1386 1366">B CLASS NCRP</td> </tr> </tbody> </table>	Number	Class	186	B CLASS NCRP	
Number	Class						
186	B CLASS NCRP						
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	NO DIVIDENDS HAVE BEEN DECLARED.					

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the securities will be offered	
14	Class of securities to which the offer relates	
15	Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
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.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	

- 

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

(a) ☒ Securities described in Part 1

(b) ☐ All other securities

Entities that have ticked box 34(a)

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

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

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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YES

- 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

A CLASS ARE CURRENTLY LISTED.

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

Number

Class

A NCRP

Quotation agreement

1 Quotation of our additional securities is in NSX's absolute discretion. NSX may quote the securities on any conditions it decides.

2 We warrant the following to NSX.

- 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.
- 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 NSX 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 NSX the information and documents required by this form. If any information or document not available now, will give it to NSX before quotation of the securities begins. We acknowledge that NSX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: Date:16/10/2012
(Director/Company secretary)

Print name: Tony Pacella