



Notification of share buy-back details

Related forms:

281 Notice of intention to carry out a share buy-back

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company details

Company name

WINPAR HOLDINGS LIMITED

ACN/ABN

003 035 523

Lodgement details

Who should ASIC contact if there is a query about this form?

Firm/organisation

Contact name/position description

ASIC registered agent number (if applicable)

Telephone number

Postal address

1 Type of share buy-back

The 10/12 limit is 10% of the smallest number, at any time during the last 12 months, of votes attaching to voting shares of the company.

Tick one box.

Use a separate form for each share buy-back lodgement requirement

- Employee share scheme buy-back (over 10/12 limit)
- On-market buy-back (over 10/12 limit)
- Equal access scheme buy-back (within 10/12 limit)
- Equal access scheme buy-back (over 10/12 limit)
- Selective buy-back

2 Relevant date

Relevant date

23/09/14
D D M M Y Y

- If the buy-back agreement is conditional on the passing of a resolution — the relevant date is date the resolution is passed.
- If the buy-back is not conditional on the passing of a resolution — the relevant date is the date the agreement is entered into (s257F).
- If a resolution is to be passed by way of a circular to all members that complies with s249A, an estimated last date for signing the circular should be used.

3 Documents attached to this form

Tick one box.

- Shareholder approval if the 10/12 limit exceeded (s257C(3))**
Attach notice of meeting and any document relating to the buy-back that will accompany the notice of the meeting sent to shareholders.
- Selective buy-back (s257D(3))**
Attach notice of meeting and any document relating to the buy-back that will accompany the notice of the meeting sent to shareholders.
- Equal access scheme buy-back and selective buy-back (s257E)**
Attach documents setting out the terms of the offer and any document that is to accompany the offer.

Signature

This form must be signed by a director or secretary.

I certify that information in this form is true and correct and the attached documents marked () of () pages are true copies.

Name

GORDON BRADLEY ELKINGTON

Capacity

- Director
 Secretary

Signature

Gordon Elkington

Date signed

24 / 09 / 14
[D] [D] [M] [M] [Y] [Y]

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

For more information

Web www.asic.gov.au
Need help? www.asic.gov.au/question
Telephone 1300 300 630

BUY-BACK PROCEDURE

The following table specifies the steps required for, and the sections (and forms) that apply to, the different types of buy-back.

Procedures (and sections applied)	Minimum holding	Employee share scheme buy-back		On-market buy-back		Equal access scheme buy-back		Selective buy-back
		within 10/12 limit	over 10/12 limit	within 10/12 limit	over 10/12 limit	within 10/12 limit	over 10/12 limit	
Ordinary resolutions (s257C)			YES		YES		YES	
Special/unanimous resolutions (s257D)								YES
Lodge offer documents with ASIC (s257E)						YES	YES	YES
14 days notice (s257F)		YES	YES	YES	YES	YES	YES	YES
Disclose relevant information when offer made (s257G)						YES	YES	YES
Cancel shares (S257H)	YES	YES	YES	YES	YES	YES	YES	YES
Notify cancellation to ASIC on Form 484 (s254Y)	YES	YES	YES	YES	YES	YES	YES	YES
Lodge Form 280 with ASIC	NO	NO	YES	NO	YES	YES	YES	YES
Lodge Form 281 with ASIC	NO	YES	See Note 1	YES	See Note 1	See Note 1 & 2	See Note 1 & 2	See Note 1 & 2

NOTE 1 The company should lodge a Form 281 if it intends to give short (less than 14 days) notice of a meeting to approve the buy-back and lodge the notice of meeting (with a Form 280) less than 14 days before the relevant date.

NOTE 2 The company should lodge a Form 281 if it lodges the documents referred to in s257E less than 14 days before the relevant date.

Relevant dates and lodgement periods

- If the buy-back agreement is conditional on the passing of a resolution — the relevant date is date the resolution is passed.
- If the buy-back is not conditional on the passing of a resolution — the relevant date is the date the agreement is entered into (s257F).
- If a resolution is to be passed by way of a circular to all members that complies with s249A, an estimated last date for signing the circular should be used.

The Form 281 must be lodged at least 14 days before the relevant date.