

1 March 2016

Mr Ben Tippett  
Adviser, Listings Compliance (Perth)  
ASX Compliance Pty Ltd  
Level 40, Central Park  
152-158 St Georges Terrace  
PERTH WA 6000

By Email: [Ben.Tippett@asx.com.au](mailto:Ben.Tippett@asx.com.au)

Dear Ben

**YONDER AND BEYOND GROUP LIMITED (THE 'COMPANY')**

I refer to your letter dated 25 February 2016 in relation to the change in directors interest notice for Mr Shashi Fernando lodged on 23 February 2016 and respond as follows:

1. The timing of the Appendix 3Y was lodged late due to an oversight.
2. The Company has a policy that all directors must inform the Company Secretary via an email as soon as possible following the acquisition or sale of securities in the Company.
3. The Company believes that its current policies are adequate for compliance with listing rule 3.19B.

Yours sincerely



Jay Stephenson  
**COMPANY SECRETARY**



25 February 2016

Jay Stephenson  
Company Secretary  
Yonder and Beyond Group Limited  
C/- Wolfstar Group Pty Ltd  
PO Box 52  
West Perth WA 6872

**By Email**

Dear Mr Stephenson,

**Yonder and Beyond Group Limited (the "Company")**

I refer to the following:

1. The Company's announcement lodged with ASX Ltd ("ASX") on 23 February 2016 regarding a change of director's interest notice for Mr Shashi Fernando ("Appendix 3Y").
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 an 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) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete an 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 an 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.*

As the Appendix 3Y indicates a change in Mr Fernando's notifiable interest occurred on 3 February 2016, and continued to change from this date until 22 February 2016, an Appendix 3Y should have been lodged with ASX by 10 February 2016. As the Appendix 3Y was lodged on 23 February 2016, it appears that the Company may be in breach of listing rules 3.19A and/or 3.19B.

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 3Y 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 to [Ben.Tippett@asx.com.au](mailto:Ben.Tippett@asx.com.au). It should not be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than **3:00 pm WST on Monday 29 February 2016**.

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 must separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

*[sent electronically without signature]*

Ben Tippett  
**Adviser, Listings Compliance (Perth)**