

23 October 2012

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Dear Lisa

**Appendices 3Y - Change of director's interest notices**

We refer to your letter of 19 October 2012 and respond as follows, adopting the numbering in your letter:

**1. Please explain why the Appendices 3Y were lodged late?**

**Notice dated 25 September 2012**

This notice was lodged in respect of Mr Meldrum in relation to the issue of 665,000 options to Mr Meldrum on 29 June 2012.

The Appendix 3Y was not lodged within the time prescribed due to an administrative oversight.

Upon the resignation of Mr Meldrum as a Director, an Appendix 3Z was lodged which accurately set out Mr Meldrum's interests as at the date of resignation. Shortly after lodging the Appendix 3Z it became apparent that the requisite Appendix 3Y had not been filed, and a completed Appendix 3Y was subsequently lodged.

**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?**

Each Director of the Company has agreed in writing to make the required disclosures to the Company in order to enable the Company to meet its obligations under the listing rules and the Act.

**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?**

The Company believes that its current arrangements are adequate and are being enforced.

Yours sincerely  
**RUNGE LIMITED**



**Kieran Wallis**  
Company Secretary

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19 October 2012

Mr Kieran Wallis  
Company Secretary  
Runge Limited  
Level 12  
333 Ann Street  
BRISBANE QLD 4000

By Email

Dear Kieran,

**Runge Limited (the "Company")**

We refer to the following:

1. The Appendix 3Y lodged by the Company with ASX on 25 September 2012 for Mr David Brian Meldrum
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) 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 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*

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*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.*

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

The Appendix 3Y indicates that a change in Mr Meldrum's notifiable interest occurred on 29 June 2012. It appears that the Appendix 3Y should have been lodged with ASX by 6 July 2012. Consequently, the Company may be in breach of listing rules 3.19A and/or 3.19B. It also appears the director 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 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 email to [lisa.banh@asx.com.au](mailto:lisa.banh@asx.com.au). It should not be sent to the ASX Market 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 Wednesday, 24 October 2012.**

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]*

Lisa Banh  
**Adviser, Listings (Sydney)**

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