



AJ Lucas Group Limited
ABN 12 060 309 104
394 Lane Cove Road
Macquarie Park NSW 2113
Locked Bag 2113
North Ryde BC NSW 1670
T (02) 9490 4000
F (02) 9490 4200
www.lucas.com.au

2 December 2011

Mr Cameron Bill
ASX Limited
Exchange Centre
Level 6, 20 Bridge Street
SYDNEY NSW 2000

Dear Mr Bill,

I refer to your letter of 1 December 2011 in which you asked various questions relating to the late lodgement of the Appendix 3Y filed in respect of Mr Allan Campbell on 1 December 2011. I now reply to your questions as follows:

1. The Appendix 3Y should have been filed at the same time as the related Appendix 3B was filed on 13 March 2009. This was overlooked and has only just come to our attention when filing the latest Appendix 3Y following the lapse on 24 November 2011 of options over shares in AJ Lucas held by Mr Campbell.
2. The Company has a Securities Trading Policy in place setting out the procedures for trading in the Company's securities to be followed by officers of the Company, including notification of any such trading to the Company Secretary. In addition, a letter is written to all directors on their appointment notifying them of the ASX rules relating to trading in securities.
3. The Company considers that the arrangements relating to trading in the Company's securities are adequate. The non-disclosure in this instance was an oversight by the Company Secretary and did not arise as a result of any non-disclosure by an officer of the Company in contravention of the Securities Trading Policy.

If you have any further questions, please do not hesitate to contact me.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Nicholas JW Swan".

Nicholas JW Swan
COMPANY SECRETARY
AJ LUCAS GROUP LIMITED

For personal use only



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

Telephone 61 2 9227 0656
Facsimile 61 2 9241 7620
www.asx.com.au

1 December 2011

Mr. Nicholas Swan
Company Secretary
AJ Lucas Group Limited
Level 2, 394 Lane Cove Road
Macquarie Park NSW 2113

By Email

Dear Nicholas,

AJ Lucas Group Limited (the "Company")

We refer to the following:

1. The Appendix 3Y lodged by the Company with ASX today for Mr Allan Campbell;
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 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.

For personal use only

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 Campbell's notifiable interest occurred on 13 March 2009. It appears that the Appendix 3Y should have been lodged with ASX by 20 March 2009. 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:

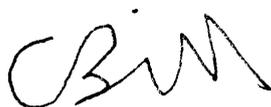
1. Please explain why the Appendix 3Y was lodged late.
2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by email to cameron.bill@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 half an hour before the start of trading (ie before 9.30 a.m. A.E.D.T.) on Tuesday, 6 December 2011.

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



Cameron Bill
Adviser, Listings (Sydney)

For personal use only