

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme SmartTrans Holdings LimitedACN/ARSN 009 065 650**1. Details of substantial holder(1)**Name Tandragee Pty Ltd  
ACN/ARSN (if applicable) 008 776 949There was a change in the interests of the  
substantial holder on 14 / 02 / 2012  
The previous notice was given to the company on 12 / 4 / 2010  
The previous notice was dated 12 / 4 / 2010**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
	537,878,963	54.79	548,762,703	44.38

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	See Annexure A				

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	See Annexure A				

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are as follows:

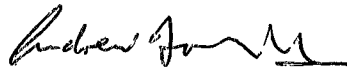
Name	Address

**Signature**

print name Tandragee Pty Limited ACN 008 776 949

capacity Director

sign here



date 13 / 3 / 2012

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## ANNEXURE A

**Company Name:**  
**ACN**

**SmartTrans Holdings Limited**  
**009 065 650**

This is Annexure A of 2 pages referred to in Form 604, Notice of change of interests of substantial holder.

Print name **Tandragee Pty Limited ACN 008 776 949**

Capacity **Director**

Sign here

Date

13/03/2012

### 3. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of Change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected	
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011: 11/08/2011: 11/10/2011:	Coolgardie Units Pty Ltd, Andrew Forsyth and John Forsyth	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765 6,000,000 24,000,000	Nil	No change (34,489,441 ordinary shares)	Aggregate dilution of 0.58%
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011: 11/08/2011: 11/10/2011:	Tandragee Pty Ltd, Andrew Forsyth and John Forsyth	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765 6,000,000 24,000,000	Nil	No change (47,619,902 ordinary shares)	Aggregate dilution by 0.81%
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011: 11/08/2011: 11/10/2011:	Andrew Forsyth and Canala Services Pty Ltd	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765 6,000,000 24,000,000	Nil	No change (19,832,094 ordinary shares)	Aggregate dilution by 0.33%
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011: 11/08/2011: 11/10/2011:	Jamajon Pty Ltd and John Forsyth	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765 6,000,000 24,000,000	Nil	No change (70,081,812 ordinary shares)	Aggregate dilution by 1.2%
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011: 11/08/2011: 11/10/2011:	Dymocks Securities Pty Ltd, Jamajon Pty Ltd, John Forsyth	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765 6,000,000 24,000,000	Nil	No change (365,846,072 ordinary shares)	Aggregate dilution by 6.24%
09/06/2010: 01/09/2010: 20/10/2010: 11/11/2010: 04/04/2011: 15/07/2011:	John PC Forsyth	Dilution by way of placements ordinary shares to others:	22,536,783 9,999,997 33,333,332 30,120,482 41,990,000 29,411,765	Nil	No change (9,642 ordinary shares)	Aggregate dilution by 0.00%

11/08/2011: 11/10/2011:			6,000,000 24,000,000			
20/12/2011	Andrew Forsyth and Canala Services Pty Ltd	Issue of shares to Canala Services Pty Ltd	\$0.005 per share	4,409,048 ordinary shares (increase to 24,241,142 ordinary shares)	Increase by 0.35%	
20/12/2011	Dymocks Securities Pty Ltd, Jamajon Pty Ltd, John Forsyth	Issue of shares to Dymocks Securities Pty Ltd	\$0.005 per share	6,474,692 ordinary shares (increase to 372,320,764 ordinary shares)	Increase by 0.27%	
14/02/2012	Coolgardie Units Pty Ltd, Andrew Forsyth and John Forsyth	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (34,489,441 ordinary shares)	Dilution by 0.1%	
14/02/2012	Tandragee Pty Ltd, Andrew Forsyth and John Forsyth	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (47,619,902 ordinary shares)	Dilution by 0.14%	
14/02/2012	Andrew Forsyth and Canala Services Pty Ltd	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (24,241,142 ordinary shares)	Dilution by 0.07%	
14/02/2012	Jamajon Pty Ltd and John Forsyth	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (70,081,812 ordinary shares)	Dilution by 0.21%	
14/02/2012	Dymocks Securities Pty Ltd, Jamajon Pty Ltd, John Forsyth	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (372,320,764 ordinary shares)	Dilution by 1.1%	
14/02/2012	John PC Forsyth	Dilution by way of placement of 44,176,471 ordinary shares to others	Nil	No change (9,642 ordinary shares)	Dilution by 0.00%	

#### 4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest	Class and number of securities	Person's votes
Coolgardie Units Pty Ltd, John PC Forsyth and Andrew Forsyth	Coolgardie Units Pty Ltd	N/A	Coolgardie Units Pty Ltd is the Registered Holder of the Securities and is jointly controlled by John PC Forsyth and Andrew Forsyth	34,489,441	2.79%
Tandragee Pty Ltd, John PC Forsyth and Andrew Forsyth	Tandragee Pty Ltd	N/A	Tandragee Pty Ltd is the Registered Holder of the Securities and is jointly controlled by John PC Forsyth and Andrew Forsyth	47,619,902	3.85%
Canala Services Pty Ltd and Andrew Forsyth	Canala Services Pty Ltd	N/A	Canala Services Pty Ltd is the Registered Holder of the Securities and is controlled by Andrew Forsyth	24,241,142	1.96%
John PC Forsyth and Jamajon Pty Ltd	Jamajon Pty Ltd	N/A	Jamajon Pty Ltd is Registered Holder of Securities and is controlled by John PC Forsyth	70,081,812	5.67%
Dymocks Securities Pty Ltd, John PC Forsyth and Jamajon Pty Ltd	Dymocks Securities Pty Ltd	N/A	Dymocks Securities Pty Ltd is Registered Holder of the Securities and is controlled by John PC Forsyth and Jamajon Pty Ltd	372,320,764	30.11%
John PC Forsyth	John PC Forsyth	N/A	Registered Holder of Securities	9,642	0.00%
<b>Substantial Shareholding</b>				<b>548,762,703</b>	<b>44.38%</b>