



G O W I N G B R O S

Investing Together For a Secure Future

GOWING BROS LIMITED

EST. 1868

ACN 000 010 471

SUITE 3 LEVEL 3

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5 October 2023

FOR RELEASE AS AN ASX MARKET ANNOUNCEMENT

Appendix 3Y – Late Lodgement Notice John E Gowing

Appendix 3X – Revised Lodgement Notice James E Gowing

Please find attached an Appendix 3Y – Change of Director's Interest Notice for John E Gowing (Executive Chairman); and a revised Appendix 3X - Initial Director's Interest Notice for James E Gowing (Executive Director)¹.

In relation to the late lodgement of the following Appendix 3Y and revision of the Appendix 3X, Gowing Bros. Limited (ASX: GOW) (**Gowings** or **Company**) advises as follows:

1. The Appendix 3Y is lodged after five business days of the dealing, and the Appendix 3X is revised, because:
 - (i) 3,546 Gowings ordinary fully paid shares (**Shares**) were acquired on 24 November 2022 as an on-market trade for \$2.82 each by Byron M Gowing, who is the son of John E Gowing and sibling of James E Gowing;
 - (ii) By virtue of John E Gowing's and James E Gowing's relationships with Byron M Gowing, John E Gowing and James E Gowing each has an indirect interest in Shares in which Byron M Gowing holds a relevant interest;
 - (iii) The Shares were purchased by Byron M Gowing independently of John E Gowing and James E Gowing;
 - (iv) Byron M Gowing did not discuss his intentions with, or obtain approval from, the Chairman to acquire the Shares;
 - (v) Within five business days of 24 November 2022, neither John E Gowing, James E Gowing, or the Company Secretary, were aware that the Shares had been purchased by Byron M Gowing; and
 - (vi) On 4 October 2023, Byron M Gowing advised the Company that 3,546 Shares were purchased by him on 24 November 2022.

¹ Previously lodged 28 August 2023 (ASX: GOW).



2. Following are the arrangements Gowings have in place under Listing Rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A:

(i) Gowings's Share Trading Policy states:

"...the following further requirements set out below apply:

a) Prior to any purchase, sale or other dealing in Gowings' shares or other securities:...

Directors, officers and key management should discuss their intentions with, and obtain approval from the Managing Director [Executive Chairman]...

b) When any such dealing in the Company's shares by a director subsequently takes place, the Company Secretary must be immediately notified in writing and within sufficient time to enable the Company to notify the ASX as required within five business days of the dealing; and

c) In the case of the Company's directors, each of them must also comply with the provisions of Part 2D.5 of the Corporations Act, which requires that the ASX be notified of any change in his or her interests in the Company's shares, if the Company has not done so. The time limit is presently 14 days...."

(ii) Directors, officers and key management have access to the Gowings's Share Trading Policy at the Company's web-site <https://gowings.com/wp-content/uploads/2016/06/Share%20Trading%20Policy.pdf>

(iii) The Company Secretary maintains a Share transaction register to record notifications received from the Company's directors of any changes to their relevant interests in the Company's equity securities and monitors the Company's Share register.

(iv) Without notice to the Company, and unknown by the Company Secretary, Byron M Gowings arranged to open a new broker sponsored share trading account.

(v) Reference by the Company Secretary to previous notifications, compared to the Company's share register, confirmed the difference which resulted in John E Gowings's Appendix 3Y and James E Gowings's revised Appendix 3X being lodged as follows.

3. The current arrangements are considered to be adequate and being enforced to ensure compliance with Listing Rule 3.19B.

ENDS

For further information, please contact:
Ian Morgan
Company Secretary

Announcement is authorised by the Executive Chairman.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Gowing Bros. Limited
ABN 68 000 010 471

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	John Edward Gowing
Date of last notice	8 November 2022

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect	
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Registered Holders: Audley Investments Pty Ltd, Cranley Holdings Pty Ltd, BM Gowing, EJ Gowing, James E Gowing, Ms Miriam Van Lith, Warwick Pty Limited and Woodside Pty Ltd	
Date of change	24 November 2022	
No. of securities held prior to change	Registered Holder	Number of Shares
	Artsands Pty Limited	7,700
	Audley Investments Pty Ltd	15,711,151
	Cranley Holdings Pty Ltd	283,453
	Byron M Gowing	54,000
	Ellis J Gowing	70,000
	James E Gowing	64,504
	Total indirect	16,190,808
	Direct	4,863,898
	Total	21,054,706
Class	Ordinary fully paid shares (Shares)	
Number acquired	3,546 ¹	

¹ The shares were acquired by Byron M Gowing, who is the son of John E Gowing. By virtue of John E Gowing's relationship with Byron M Gowing, John E Gowing has an indirect interest in the Shares.

+ See chapter 19 for defined terms.

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Appendix 3Y
Change of Director's Interest Notice

Number disposed	Nil	
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$2.82 per Share	
No. of securities held after change	Registered Holder	Number of Shares
	Audley Investments Pty Ltd <John Gowing Family A/C>	5,263,957
	Cranley Holdings Pty Ltd	283,453
	Byron M Gowing	57,546
	Ellis J Gowing	70,000
	James E Gowing	64,504
	Mr John Edward Gowing + Ms Miriam Van Lith <Van Lith & Gowing S/F A/C>	7,700
	Warwick Pty Limited	7,211,378
	Woodside Pty Limited	3,235,816
	Total indirect	16,194,354
Direct	4,863,898	
Total	21,058,252	
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On market trade	

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
Interest after change	Not applicable

+ See chapter 19 for defined terms.

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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not Applicable
If prior written clearance was provided, on what date was this provided?	Not Applicable

⁺ See chapter 19 for defined terms.

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Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity Gowing Bros. Limited
ABN 68 000 010 471

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	James Edward Gowing
Date of appointment	25 August 2023

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
64,504 ordinary fully paid shares (Shares)

+ See chapter 19 for defined terms.

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Appendix 3X
Initial Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest¹ Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
Registered Holder	Number of Ordinary Fully Paid Shares
Audley Investments Pty Ltd <John Gowing Family A/C>	5,263,957
Cranley Holdings Pty Limited	283,453
Mr Byron Mack Gowing	57,546
Mr John Edward Gowing	3,676,709
Mr John Edward Gowing + Ms Miriam Van Lith <Van Lith & Gowing S/F A/C>	7,700
Mr John Edward Gowing <Investment A/C>	1,187,189
Warwick Pty Limited	7,211,378
Woodside Pty Limited	3,235,816
Mr Ellis John Gowing	70,000
Total	20,993,748

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

¹ The combined number of Shares held by Messrs James Gowing, Byron Gowing, Ellis Gowing and John Gowing and their related entities total 21,058,252.

Messrs James Gowing and John Gowing are respectively father and son. Messrs James Gowing, Byron Gowing and Ellis Gowing are siblings. In addition to Shares each holds directly, by virtue of their relationship each has an indirect interest in Shares held by entities related to each other. The number of Shares held at each reporting date by Messrs James Gowing, Byron Gowing, Ellis Gowing and John Gowing are combined.

+ See chapter 19 for defined terms.

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