

03 March 2016

ASX Market Announcements  
ASX Limited  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir or Madam

**Netcentric Limited (ARBN 605 927 464) (the “Company”) – Appendix 3Y**

The attached Appendix 3Y contains a change of director’s interest for Ming Shen Cheo in relation to shares in the Company he purchased on market on Friday 26 February 2016 at approximately 1pm (the “on-market trade”).

It is noted that the Company released its annual financial results on Thursday 25 February at 4.10pm.

Clause 6.2 of the Company’s securities trading policy states that:

*Group Persons and their Related Parties are excluded from Trading in Group Securities ... during ... the period commencing on the day immediately after the end of Netcentric’s financial year ... and ending 24 hours after the release of the annual results announcement.*

The on-market trade was conducted approximately 21 hours after the release of the financial results and as a result, was conducted 3 hours prior to the ending of the Company’s black-out period. Whilst the on-market trade was within the recommendation as noted in ASX Guidance Note 27 – Trading Policies, being later than commencement of trading on the next day after the release of the Company’s financial results, the on-market trade was in breach of the Company’s securities trading policy.

In response to this breach, the Company has reviewed both its policy for ensuring the compliance of the Group Personnel with the Company’s current security trading policy, and also the suitability of the Company’s security trading policy for the Company’s circumstances. The Company is now considering amending its securities trading policy to be aligned with ASX Guidance Note.

The Company confirms it has reminded all Group Personnel of the requirements under the Company’s current security trading policy.

For and on behalf of the Board



Andrew Bursill  
ASX Communications Officer

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## 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 30/9/2001.

<b>Name of entity:</b>	<b>Netccentric Limited</b>
<b>ARBN:</b>	<b>605 927 464</b>

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.

<b>Name of Director</b>	Ming Shen Cheo
<b>Date of last notice</b>	9 September 2015

#### 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.

<b>Direct or Indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	26 January 2016
<b>No. of securities held prior to change</b>	<b>DIRECT</b> 94,446,461  <b>INDIRECT</b> Nil
<b>Class</b>	Ordinary Shares (NCL)
<b>Number acquired</b>	<b>DIRECT</b> 40,000  <b>INDIRECT</b> Nil
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	40,000 ordinary shares at A\$0.11 per share = A\$4,400.00
<b>No. of securities held after change</b>	<b>DIRECT</b> 94,486,461  <b>INDIRECT</b> Nil

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<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade
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**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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder</b> (if issued securities)	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	Yes
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	No. Please see attached letter.
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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