

Wentworth Holdings Limited
ACN 080 167 264

Wentworth Holdings Limited (**Company**) has recently become aware of an inadvertent potential contravention of the Corporations Act relating to an acquisition the Company made in shares in Australian Renewable Fuels Limited (**ARW**). On 2 August 2013 the Company increased its voting power in ARW from 9.23% to 10.18% by acquiring an additional 0.95% of the shares in ARW on market. The Company was not required to lodge a Change of Substantial Shareholding Notice (Form 604).

However, the Company's acquisition of ARW shares had a flow on consequence for its major shareholder, Thorney Holdings Pty Ltd (**Thorney Holdings**), given that it also holds shares in ARW that was not taken into account at the time. Due to the acquisition, Thorney Holdings' voting power in ARW was deemed to increase by 0.95% (from a position above 20%), and section 606 of the Corporations Act prohibits a person from acquiring shares in a company if because of the acquisition someone else's voting power in the company increases from a starting point that is above 20% (unless an exception applies). Whilst Thorney Holdings deemed relevant interest in ARW has increased by reason of the Company acquiring further shares in ARW, there is no suggestion that Thorney Holdings itself has breached the Corporations Act.

The Company is reviewing its compliance procedures with a view to enhancing the steps it takes to ensure compliance with all of its obligations. When the Company identified this issue, it took legal advice and has also informed the regulator (**ASIC**) of the situation.

The Company notes that this announcement is being made ahead of the scheduled AGM today and the proposed resolutions relating to the appointment of new directors (subject to shareholder approval). The issues raised in this announcement do not impact any of the resolutions being put to shareholders at today's AGM.

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