

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:	PTB Group Limited
ABN:	99 098 390 991

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	Andrew Peter Somerville Kemp
Date of last notice	27 th June 2016

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	a. Indirect b. Indirect c. Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	a. Huntington Group Pty Ltd – Andrew Kemp is a 50% shareholder and a Director of Huntington Group Pty Ltd. b. Manco (Aust) Pty Ltd – Andrew Kemp is a Director of Manco (Aust) Pty Ltd. c. Huntington Group Pty Ltd atf Superfund – Andrew Kemp is a 50% shareholder and Director of Huntington Group Pty Ltd and is a member of the Superfund.
Date of change	1 st February 2017

+ See chapter 19 for defined terms.

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No. Of securities held prior to change	<p style="text-align: center;">SHARES F Pd Ord</p> <p>a. 323,149</p> <p>b. 20,627</p> <p>c. 599,481</p>
Class	PTB Group Ordinary Shares
Number acquired	b. Manco (Aust) Pty Ltd 1,732 PTB Group Ordinary Shares
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$727
No. of securities held after change	<p style="text-align: center;">SHARES F Pd Ord</p> <p>a. 323,149</p> <p>b. 22,359</p> <p>c. 599,481</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Off market transfer of 3,465 shares from issuer sponsored holding: "MANCO (AUST) PTY LTD & ALISON MACDONALD KEMP" to CHESS holding: "MANCO (AUST) PTY LIMITED".</p> <p>Previously, only 50% of the shares were allocated to the Director, whereas 100% are now allocated. The value of shares transferred from family member to Manco was \$727.</p>

+ See chapter 19 for defined terms.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.