

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	Godfreys Group Limited
ABN	35 602 722 985

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 Hardy
Date of last notice	24 March 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The registered holder of the shares is J & P Hardy Holdings Pty Ltd as trustee for the Hardy Family Trust. The Director has a relevant interest in the shares held by the registered holder as the Director is practical controller of the registered holder and is a beneficiary of the trust.
Date of change	14 – 17 November 2016
No. of securities held prior to change	Nil
Class	Fully paid ordinary shares (Shares)
Number acquired	251,436 Shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	On 14 November 2016: <ul style="list-style-type: none"> ▪ 67,242 Shares were acquired for \$0.90 per Share ▪ 4,900 Shares were acquired for \$0.89 per Share On 15 November 2016: <ul style="list-style-type: none"> ▪ 29,000 Shares were acquired for \$0.91 per Share ▪ 13,794 Shares were acquired for \$0.895 per Share

+ See chapter 19 for defined terms.

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	<ul style="list-style-type: none"> ▪ 7,000 Shares were acquired for \$0.90 per Share <p>On 16 November 2016:</p> <ul style="list-style-type: none"> ▪ 17,500 Shares were acquired for \$0.89 per Share ▪ 5,000 Shares were acquired for \$0.895 per Share ▪ 5,000 Shares were acquired for \$0.88 per Share ▪ 2,250 Shares were acquired for \$0.90 per Share <p>On 17 November 2016:</p> <ul style="list-style-type: none"> ▪ 66,965 Shares were acquired for \$0.92 per Share ▪ 29,500 Shares were acquired for \$0.89 per Share ▪ 3,035 Shares were acquired for \$0.915 per Share ▪ 250 Shares were acquired for \$0.90 per Share <p>(Total consideration: \$227,254.26)</p>
No. of securities held after change	251,436 Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market acquisitions

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 Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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