

# 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

<b>Name of entity</b>	DuluxGroup Limited
<b>ABN</b>	42 133 404 065

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>	Peter Kirby
<b>Date of last notice</b>	29 May 2017

### 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 and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Ordinary Shares held by the DuluxGroup Employees Share Plan Trust under the Sacrifice Share Acquisition Plan.
<b>Date of change</b>	1 November 2017
<b>No. of securities held prior to change</b>	1. 130,000 Ordinary Shares (direct) 1. 50,095 Ordinary Shares (indirect) 2. 31,055 Share Rights (direct)
<b>Class</b>	1. Ordinary Shares 2. Share Rights
<b>Number acquired</b>	N/A
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>	1. 130,000 Ordinary Share (direct) 1. 50,095 Ordinary Shares (indirect) 2. 31,055 Share Rights (direct)
<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	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

**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>	Offer made under the DuluxGroup Sacrifice Share Acquisition Plan pursuant to which the Director will sacrifice 100% of his non-executive director fees over the next 12 month period to 31 October 2018 into two tranches of Share Rights (determined following the release of the Company's half yearly results and full year results). The Offer is subject to approval at the Company's 2017 Annual General Meeting on 21 December 2017.
<b>Nature of interest</b>	Contractual entitlement to receive a number of Share Rights based on the volume weighted average price of DuluxGroup Ordinary Shares over the 5 trading days following the release of the Company's half yearly results or full year results (as applicable). Each Share Right will vest into one Ordinary Share prior to the ex-date for the Company's next dividend (with those Ordinary Shares being subject to trading restrictions for 3 years)
<b>Name of registered holder (if issued securities)</b>	Peter Kirby
<b>Date of change</b>	1 November 2017
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	Contractual entitlement to receive Share Rights on the terms set out above.
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	Contractual entitlement to receive Share Rights on the terms set out above.

**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>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

Simon Black  
 General Counsel & Company Secretary  
 3 November 2017

---

+ See chapter 19 for defined terms.