

# 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> Coles Group Limited
<b>ABN</b> 11 004 089 936

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>	Steven Cain
<b>Date of last notice</b>	21 December 2018

### 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Steven Cain and Claire Cain are the registered holders as trustees for the Cain Super Trust. Mr Cain is also a beneficiary of the Cain Super Trust.	
<b>Date of change</b>	6 March 2019 and 7 March 2019	
<b>No. of securities held prior to change</b>	Fully paid ordinary shares	
	Direct and indirect:  Steven Cain and Claire Cain are the registered holders as trustees for the Cain Super Trust. Mr Cain is also a beneficiary of the Cain Super Trust.	10,000 shares

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+ See chapter 19 for defined terms.

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	Indirect:  CPU Share Plans Pty Ltd as trustee of the Company's Equity Incentive Plan is the registered holder. Steven Cain is the beneficiary of the shares in accordance with the trust deed and rules governing the Company's Equity Incentive Plan.	170,114 shares comprised of: <ul style="list-style-type: none"> <li>• 85,057 Restricted Shares pursuant to the FY2019 Executive Restricted Share Offer; and</li> <li>• 85,057 Performance Shares pursuant to the FY2019 Long Term Incentive Offer, allocated under the Company' Equity Incentive Plan.</li> </ul>
<b>Class</b>	Fully paid ordinary shares	
<b>Number acquired</b>	25,000 fully paid ordinary shares (6 March 2019)  15,000 fully paid ordinary shares (7 March 2019)	
<b>Number disposed</b>	N/A	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$11.3659 average price per share (6 March 2019)  \$11.5942 average price per share (7 March 2019)	
<b>No. of securities held after change</b>	Fully paid ordinary shares	
	Direct and indirect:  Steven Cain and Claire Cain are the registered holders as trustees for the Cain Super Trust. Mr Cain is also a beneficiary of the Cain Super Trust.	50,000 shares

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	<p>Indirect:</p> <p>CPU Share Plans Pty Ltd as trustee of the Company's Equity Incentive Plan is the registered holder. Steven Cain is the beneficiary of the shares in accordance with the trust deed and rules governing the Company's Equity Incentive Plan.</p>	<p>170,114 shares comprised of:</p> <ul style="list-style-type: none"> <li>• 85,057 Restricted Shares pursuant to the FY2019 Executive Restricted Share Offer; and</li> <li>• 85,057 Performance Shares pursuant to the FY2019 Long Term Incentive Offer, allocated under the Company' Equity Incentive Plan.</li> </ul>
<p><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</p>	On-market purchase	

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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>	Not Applicable
<b>Nature of interest</b>	Not Applicable
<b>Name of registered holder (if issued securities)</b>	Not Applicable
<b>Date of change</b>	Not Applicable
<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>	Not Applicable
<b>Interest acquired</b>	Not Applicable
<b>Interest disposed</b>	Not Applicable
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not Applicable
<b>Interest after change</b>	Not Applicable

#### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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>	Not Applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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<sup>+</sup> See chapter 19 for defined terms.