

1 August 2014

The Manager  
ASX Market Announcements  
Australian Securities Exchange  
Exchange Centre  
Level 4  
20 Bridge Street  
Sydney NSW 2000

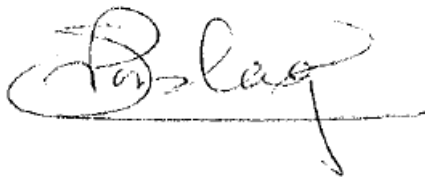
**Electronic Lodgement**

**Australian Foundation Investment Company Limited  
Change of Director's Interest Notice**

Dear Sir / Madam

Please find attached a Change of Director's Interest Notice for the Company.

Yours faithfully

A handwritten signature in black ink, appearing to read 'S. Pordage', with a long horizontal line extending to the right.

Simon Pordage  
Company Secretary

# 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>	<b>AUSTRALIAN FOUNDATION INVESTMENT COMPANY LIMITED</b>
<b>ABN:</b>	<b>56 004 147 120</b>

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>	ROSS ERNEST BARKER
<b>Date of last notice</b>	27 February 2014

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	25 July 2014
<b>No. of securities held prior to change</b>	<u>Ordinary shares</u> 741,343 R E Barker 21,228 R E Barker, subject to 2 yr holding term 52,535 R E Barker, subject to performance hurdles being met 52,889 Benlaid Provident Investments P/L <Barker Super Fund A/C> <u>AFIC Notes</u> 250 Benlaid Provident Investments P/L <Barker Super Fund A/C>
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	10,000 Benlaid Provident Investments P/L <Barker Super Fund A/C>, subject to 2 yr holding term

+ See chapter 19 for defined terms.

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

<b>Number disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$6.22 per share
<b>No. of securities held after change</b>	<u>Ordinary shares</u> 741,343 R E Barker 21,228 R E Barker subject to 2 yr holding term 52,535 R E Barker subject to performance hurdles being met 52,889 Benlaid Provident Investments P/L <Barker Super Fund A/C> 10,000 Benlaid Provident Investments P/L <Barker Super Fund A/C>, subject to 2 year holding term  <u>AFIC Notes</u> 250 Benlaid Provident Investments P/L <Barker Super Fund A/C>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	10,000 ordinary shares purchased on-market on 25 July 2014 as part of short term incentive arrangements subject to a two year holding term.

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

+ See chapter 19 for defined terms.

**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>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

<b>Lodgement date:</b>	1 August 2014
------------------------	---------------

---

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