

3 September 2014

Company Announcements Office
Australian Securities Exchange
10th Floor
20 Bond Street
SYDNEY NSW 2000

Announcement Number 261

Via: ASX Online

Number of Pages: 4 (including this page)

ASX Code: CCF

Dear Sir

Appendix 3Y – Change of Director’s Interest Notice

Please find enclosed a copy of Appendix 3Y – Change of Director’s Interest Notice relating to Mr Andrew McBain effective 27 August 2014.

Yours faithfully



Andrew McBain
Executive Director

Contact:

Mr Andrew McBain
+61 417 456 895

Carbon Conscious Ltd – Background

Carbon Conscious operates plantation forests by utilising low productivity or degraded farm land in low rainfall areas to plant mallee eucalypt trees, a native species perfectly adapted to the growing conditions of the Australian wheatbelt. This creates large scale carbon estates that produce carbon offset credits. Carbon Conscious Limited was listed on the ASX in May 2008 and has approximately 19,000 hectares of plantings under management across Australia and New Zealand. For more information, visit www.carbonconscious.com.au.

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	Carbon Conscious Limited
ABN	20 129 035 221

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 Lawson McBain
Date of last notice	5 March 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by Mac 110 Nominees Pty Ltd <The Rule 303 A/C>, an entity in which Mr McBain as an equitable interest.
Date of change	27 August 2014
No. of securities held prior to change	100,000 fully paid ordinary shares held by Broadacre Finance Pty Ltd <The Rule 303 Super Fund Acc>; an equity in which Mr McBain has an equitable interest. 1,907,000 fully paid ordinary shares held by Mac 110 Nominees <The Rule 303 A/C>; an equity in which Mr McBain has an equitable interest. 150,000 listed options (\$0.08, 31 March 2015) held by Mac 110 Nominees Pty Ltd <The Rule 303 A/C>, an equity in which Mr McBain has an equitable interest.
Class	Fully Paid Ordinary Shares

+ See chapter 19 for defined terms.

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Number acquired	100,000
Number disposed	100,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$3,000
No. of securities held after change	200,000 fully paid ordinary shares held by Broadacre Finance Pty Ltd <The Rule 303 Super Fund Acc>; an equity in which Mr McBain has an equitable interest. 1,807,000 fully paid ordinary shares held by Mac 110 Nominees <The Rule 303 A/C>; an equity in which Mr McBain has an equitable interest. 150,000 listed options (\$0.08, 31 March 2015) held by Mac 110 Nominees Pty Ltd <The Rule 303 A/C>, an equity in which Mr McBain has an equitable interest.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off-market transfer due to change in entity holding the shares.

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	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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

⁺ See chapter 19 for defined terms.