

# 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> ASG Group Limited
<b>ABN:</b> 57 070 045 117

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>	Geoff Lewis
<b>Date of last notice</b>	6 November 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ul style="list-style-type: none"> <li>- Mr Geoff James Lewis &amp; Mrs Anne Marie Lewis &lt;Amcon Solutions S/F a/c&gt; - Beneficiary</li> <li>- The Lewis Family Trust (Mr Lewis is the Trustee and Beneficiary of the Trust)</li> </ul>
<b>Date of change</b>	30 March 2014
<b>No. of securities held prior to change</b>	<div style="display: flex; justify-content: space-between;"> <div> 16,341, 797  3,000,000 </div> <div> Ordinary Shares   Related Party Options exercisable at 87 cents and expiring on 29 April 2020 with the following vesting conditions: <ul style="list-style-type: none"> <li>• The option holder must be employed with the Company and its related companies ("Group") until 1 August 2017; and</li> <li>• The options are subject to the following performance measures; <ul style="list-style-type: none"> <li>a) 50% vesting on return on capital (EBIT (Shareholders Equity + Total Borrowings = less Cash on hand)) exceeds the threshold of 17.8% at 30 June 2017</li> <li>b) 50% vesting on absolute fully diluted earnings per share (profit after Tax/Shares outstanding) achieved at \$0.07/share at 30 June 2017</li> </ul> </li> <li>• Any options that do not vest and do not become exercisable will automatically lapse</li> </ul> </div> </div> <p>Cliff vesting notes –pay out based on criteria as calculated from the FY 17 audited Group Financial Accounts</p>

<b>Class</b>	Ordinary Shares
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+ See chapter 19 for defined terms.

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<b>Number acquired</b>	-
<b>Number disposed</b>	500,000
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.80 per share
<b>No. of securities held after change</b>	<p>15,841,797      Ordinary Shares</p> <p>3,000,000      Related Party Options exercisable at 87 cents and expiring on 29 April 2020 with the following vesting conditions:</p> <ul style="list-style-type: none"> <li>• The option holder must be employed with the Company and its related companies ("Group") until 1 August 2017; and</li> <li>• The options are subject to the following performance measures; <ul style="list-style-type: none"> <li>c) 50% vesting on return on capital (EBIT (Shareholders Equity + Total Borrowings = less Cash on hand) exceeds the threshold of 17.8% at 30 June 2017</li> <li>d) 50% vesting on absolute fully diluted earnings per share (profit after Tax/Shares outstanding) achieved at \$0.07/share at 30 June 2017</li> </ul> </li> <li>• Any options that do not vest and do not become exercisable will automatically lapse</li> <li>• Cliff vesting notes –pay out based on criteria as calculated from the FY 17 audited Group Financial Accounts</li> </ul>

<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.	On market trade.
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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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A

<b>Date of change</b>	N/A
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<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>	N/A
<b>Interest acquired</b>	N/A
<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>	N/A

**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

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