



UGL Limited  
ABN: 85 009 180 287  
Level 10  
40 Miller Street  
North Sydney NSW 2060  
Australia  
Telephone: +61 2 9492 8888  
Facsimile: +61 2 9492 8844  
[www.ugllimited.com](http://www.ugllimited.com)

**TO:** ASX Market Announcements

**FROM:** Lyn Nikolopoulos

**DATE:** 18 June 2014

**PAGES :** 13 (inclusive)

**SUBJECT:** Change of Director's Interests

Please find attached Change of Director's Interest Notices for the following Directors:

1. Trevor Rowe.
2. Richard Humphry.
3. Guy Cowan.
4. Kate Spargo.
5. Doug McTaggart.
6. Raymond Ch'ien.

Yours faithfully

Lyn Nikolopoulos  
**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>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Trevor Rowe |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                        | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 149,042                                |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 1,024                                  |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$7,219.20                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 150,066                                |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

## Appendix 3Y

### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |

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Introduced 30/09/01 Amended 01/01/11

|                       |                       |
|-----------------------|-----------------------|
| <b>Name of entity</b> | <b>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Richard Humphry |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 192,018                                |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 442                                    |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$3,116.10                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 192,460                                |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

## Appendix 3Y

### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |

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Introduced 30/09/01 Amended 01/01/11

|                       |                       |
|-----------------------|-----------------------|
| <b>Name of entity</b> | <b>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Guy Cowan   |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 25,014                                 |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 439                                    |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$3,094.95                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 25,453                                 |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

## Appendix 3Y

### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |

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|                       |                       |
|-----------------------|-----------------------|
| <b>Name of entity</b> | <b>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Kate Spargo |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 38,584                                 |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 486                                    |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$3,426.30                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 39,070                                 |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

## Appendix 3Y

### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |

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Introduced 30/09/01 Amended 01/01/11

|                       |                       |
|-----------------------|-----------------------|
| <b>Name of entity</b> | <b>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Doug McTaggart |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 11,889                                 |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 404                                    |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$2,848.20                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 12,293                                 |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

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### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |

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|                       |                       |
|-----------------------|-----------------------|
| <b>Name of entity</b> | <b>UGL LIMITED</b>    |
| <b>ABN</b>            | <b>85 009 180 287</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>    | Raymond Ch'ien |
| <b>Date of last notice</b> | 15 May 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>                                                                                                                                                         | Direct                                 |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | N/A                                    |
| <b>Date of change</b>                                                                                                                                                                      | 16 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 6,357                                  |
| <b>Class</b>                                                                                                                                                                               | Ordinary Shares – Directors Share Plan |
| <b>Number acquired</b>                                                                                                                                                                     | 372                                    |
| <b>Number disposed</b>                                                                                                                                                                     | Nil                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$2,622.60                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | 6,729                                  |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                        |

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### Change of Director's Interest Notice

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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>                                                                                                                                                                               |  |
| <b>Nature of interest</b>                                                                                                                                                                               |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |  |
| <b>Date of change</b>                                                                                                                                                                                   |  |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                                |  |
| <b>Interest disposed</b>                                                                                                                                                                                |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |  |
| <b>Interest after change</b>                                                                                                                                                                            |  |

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

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior<br/>written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the<br/>trade to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date<br/>was this provided?</b>                                                                                   | N/A |