

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: Asia Pacific Digital Limited
ABN: 30 000 386 685

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	Roger Sharp
Date of last notice	16 June 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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>Wentworth Financial Pty Ltd ATF Wentworth Trust. Roger Sharp is a shareholder and director of Wentworth Financial Pty Ltd</p> <p>Co-Investor Capital Partners Pty Ltd <Co-Investor No 1 Fund A/C> and Valuestream Investment Management Limited as trustee for the Co-Investor No 3 PIPE Fund A/C.</p> <p>Roger Sharp is a shareholder and director of Co-Investor Capital Partners Pty Ltd.</p>
Date of change	25 July 2014

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>Wentworth Financial Pty Ltd ATF Wentworth Trust: 3,000,000 ordinary shares.</p> <p>Co-Investor Capital Partners Pty Ltd <Co-Investor No 1 Fund A/C>: 87,836,638 ordinary shares.</p> <p>Valuestream Investment Management Limited as trustee for the Co-Investor No 3 PIPE Fund A/C: 1,352,069,925 ordinary shares.</p>
Class	Ordinary shares
Number acquired	77,510,621
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Issue price: 1.7 cents per share
No. of securities held after change	<p>Wentworth Financial Pty Ltd ATF Wentworth Trust: 80,510,621 ordinary shares.</p> <p>Co-Investor Capital Partners Pty Ltd <Co-Investor No 1 Fund A/C>: 87,836,638 ordinary shares.</p> <p>Valuestream Investment Management Limited as trustee for the Co-Investor No 3 PIPE Fund A/C: 1,352,069,925 ordinary shares.</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>(a) Issue of 882,353 ordinary shares under a Share Purchase Plan.</p> <p>(b) Issue of 76,628,268 ordinary shares in effective repayment of part of the outstanding amounts under the Secured Debt Facility.</p>

+ See chapter 19 for defined terms.

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

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

+ See chapter 19 for defined terms.