

# 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

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| <b>Name of entity:</b> Transpacific Industries Group Ltd |
| <b>ABN:</b> 74 101 155 220                               |

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>    | Robert Charles Boucher |
| <b>Date of last notice</b> | 19 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.

|   |         |
|---|---------|
| <b>Direct or indirect interest</b>  | Direct  |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | N/a     |
| <b>Date of change</b>   | N/A     |
| <b>No. of securities held prior to change</b>   | 350,514 |
| <b>Class</b>  | N/A     |
| <b>Number acquired</b>  | -       |
| <b>Number disposed</b>  | -       |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | -       |
| <b>No. of securities held after change</b>  | 350,514 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | N/A     |

+ See chapter 19 for defined terms.

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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>   | Issue of Performance Rights under the Transpacific Industries Group Ltd Long Term Incentive Plan (LTIP) and Deferred Equity Plan (DEP) following receipt of Shareholder approval   |
| <b>Nature of interest</b>   | Direct interest in Performance Rights  |
| <b>Name of registered holder (if issued securities)</b>   | N/A  |
| <b>Date of change</b>   | 30 October 2014 (following shareholder approval on 29 October 2014)  |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> | N/A  |
| <b>Interest acquired</b>  | 1,929,824 Performance Rights under the 2014 LTIP Offer<br>372,651 Performance Rights under the 2014 DEP Offer  |
| <b>Interest disposed</b>  | -  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   | No consideration   |
| <b>Interest after change</b>  | 1,929,824 Performance Rights under the 2014 LTIP with zero exercise price (vest 14 days after the date on which TPI financial results for the year ending 30 June 2017 are released to the ASX upon achievement of performance hurdles. Lapse on the vesting date if performance hurdles are not met, otherwise six months after vesting date).<br>372,651 Performance Rights under the 2014 DEP with zero exercise price (vest 30 June 2016 subject to continued employment). |

### Part 3 – +Closed period

|  |    |
|--|----|
| <b>Were the interests in the securities or contracts detailed above traded during a +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>   |    |
| <b>If prior written clearance was provided, on what date was this provided?</b>  |    |

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+ See chapter 19 for defined terms.