

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> YELLOW BRICK ROAD HOLDINGS LIMITED
<b>ABN</b> 44 119 436 083

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>	Mark Leigh Bouris
<b>Date of last notice</b>	29 August 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>	(a) Golden Wealth Holdings Pty Limited, which is controlled by Mark Bouris, is the registered holder of 49,453,865 ordinary shares, and also controls the voting rights of the 1,834,865 shares held by YBR Nominees Pty Limited.  (b) YBR Nominees Pty Limited, which is controlled by Mark Bouris, is the registered (but not beneficial) holder of 1,834,593 ordinary shares.  (c) Golden Wealth Holdings Pty Limited, which is controlled by Mark Bouris, is the registered holder of 10,000,000 performance rights.
<b>Date of change</b>	24/12/2014

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+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b>	(a) 49,453,865 ordinary shares  (b) 1,834,593 ordinary shares  (c) 10,000,000 performance rights
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	-
<b>Number disposed</b>	(b) 77,196
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	NIL, as transfer from YBR Nominees Pty Limited to beneficial owner of shares
<b>No. of securities held after change</b>	(a) 49,453,865 ordinary shares  (b) 1,757,397 ordinary shares  (c) 10,000,000 performance rights
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-market transfer from legal holder of shares to beneficial owner

## Part 2 – Change of director's interests in contracts N/A

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 (if issued securities)</b>	
<b>Date of change</b>	
<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>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## Part 3 – +Closed period

+ See chapter 19 for defined terms.

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Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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

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