

# 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	<b>Cardno Limited</b>
ABN	<b>70 108 112 303</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.

Name of Director	Trevor Charles Johnson
Date of last notice	5 December 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	Direct & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Dr Trevor Charles Johnson ATF The Johnson Family Trust
Date of change	16 January 2015
No. of securities held prior to change	<b>Indirect</b> Dr Trevor Charles Johnson ATF The Johnson Family Trust 1,711,602 Ordinary  <b>Direct</b> 30,000 Performance Rights (expire 18/10/16) 40,000 Performance Rights (expire 17/10/17)
Class	Performance Rights
Number acquired	68,000
Number disposed	0

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+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0
<b>No. of securities held after change</b>	<b>Indirect</b> Dr Trevor Charles Johnson ATF The Johnson Family Trust 1,711,602 Ordinary  <b>Direct</b> 30,000 Performance Rights (expire 18/10/16) 40,000 Performance Rights (expire 17/10/17) 68,000 Performance Rights (expire 23/10/18)
<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	Performance Rights issued as approved by shareholders at the AGM on 23 October 2014.

### 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
<b>No. and class of securities to which interest related prior to change</b> 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
<b>Value/Consideration</b> 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.