

# 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: | Stargroup Limited |
| ABN:            | 87 061 041 281    |

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    | Todd Zani        |
| Date of last notice | 21 December 2015 |

### 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 and Indirect                                                                                                                                                                                                                                                                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | (a) Sole Director and registered holder of 100% of the issued shares in Tomialcocl Pty Ltd (ACN 166 111 520) ATF Tomialcocl Family Trust;<br><br>(b) Sole Director and registered holder of 100% of the issued shares in TZ Motorsport Pty Ltd (ACN 130 685 139);<br><br>(c) Joint trustee of the Zani Superannuation Fund<br><br>(d) Individually |
| Date of change                                                                                                                                                  | 21 December 2015                                                                                                                                                                                                                                                                                                                                   |

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+ See chapter 19 for defined terms.

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|                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| No. of securities held prior to change                                                                                                                                     | (a) 19,849,548 Ordinary Shares;<br>1,210,489 Options<br>1,000,000 Performance Shares<br>(expiring 31/12/2016)<br>1,000,000 Performance Shares<br>(expiring 30/06/2017)<br>1,000,000 Performance Shares<br>(expiring 30/06/2018)<br>1,000,000 Performance Shares<br>(expiring 30/06/2019)<br><br>(b) 685,714 Ordinary Shares<br><br>(c) 20,000 Ordinary Shares<br><br>(d) 3,615,000 Ordinary Shares                          |
| Class                                                                                                                                                                      | Ordinary Shares and Options                                                                                                                                                                                                                                                                                                                                                                                                 |
| Number acquired                                                                                                                                                            | (a) Nil<br><br>(b) Nil<br><br>(c) Nil<br><br>(d) 85,000 Ordinary Shares                                                                                                                                                                                                                                                                                                                                                     |
| Number disposed                                                                                                                                                            | Nil                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Value/Consideration<br>Note: If consideration is non-cash, provide details and estimated valuation                                                                         | (a) Nil<br>(b) Nil<br>(c) Nil<br>(d) \$2,210.00                                                                                                                                                                                                                                                                                                                                                                             |
| No. of securities held after change                                                                                                                                        | (a) 19,849,548 Ordinary Shares;<br>1,210,489 Options<br>(expiring 30/11/2018)<br>1,000,000 Performance Shares<br>(expiring 31/12/2016)<br>1,000,000 Performance Shares<br>(expiring 30/06/2017)<br>1,000,000 Performance Shares<br>(expiring 30/06/2018)<br>1,000,000 Performance Shares<br>(expiring 30/06/2019)<br><br>(b) 685,714 Ordinary Shares<br><br>(c) 20,000 Ordinary Shares<br><br>(d) 3,700,000 Ordinary Shares |
| Nature of change<br>Example: on-market trade, off-market trade, exercise of options,<br>issue of securities under dividend reinvestment plan, participation in<br>buy-back | (a) Nil<br>(b) Nil<br>(c) Nil<br>(d) On market                                                                                                                                                                                                                                                                                                                                                                              |

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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.

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

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

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

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