

Rule 3.19A.2

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.

26/11/10

Name of entity:	The Warehouse Group Limited
ABN:	094 719 089

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	Keith Raymond Smith
Date of last notice	5 November 2010

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>	Trustee of The Warehouse Management Trustee Company No. 2 Limited
Date of changes	19 November 2010
No. of securities held prior to change	<u>Direct</u> (a) 12,000 ordinary shares – Keith Smith <u>Indirect – As Trustee</u> (b) 675,428 ordinary shares – Merani Trust (c) 406,928 ordinary shares – Selwyn Trust (d) 3,389,844 ordinary shares – SRT Family Trust (e) 819,723 ordinary shares – The Warehouse Management Trustee Company No.2 Limited (f) 18,000 ordinary shares – Sycamore Settlement Trust <u>Indirect – Other</u> (g) 192,000 – Gwendoline Holdings Limited (h) 600,000 – James Raymond Holdings Limited

+ See chapter 19 for defined terms.

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Class	Ordinary shares
Number acquired	-
Number disposed	200,140
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	NIL Off-market transfer of ordinary shares from Trust company to settle obligations under the Executive Share Scheme
No. of securities held after change	<u>Direct</u> (a) 12,000 ordinary shares – Keith Smith <u>Indirect – As Trustee</u> (b) 675,428 ordinary shares – Merani Trust (c) 406,928 ordinary shares – Selwyn Trust (d) 3,389,844 ordinary shares – SRT Family Trust (e) 619,583 ordinary shares – The Warehouse Management Trustee Company No.2 Limited (f) 18,000 ordinary shares – Sycamore Settlement Trust <u>Indirect – Other</u> (g) 192,000 – Gwendoline Holdings Limited (h) 600,000 – James Raymond Holdings Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer above

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26.11.10

Name of entity:	The Warehouse Group Limited
ABN:	094 719 089

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	Graham Francis Evans
Date of last notice	5 November 2010

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>	Trustee of The Warehouse Management Trustee Company No.2 Limited
Date of changes	19 November 2010
No. of securities held prior to change	<u>Direct</u> (a) 11,202 ordinary shares – Graham Evans <u>Indirect</u> (b) 819,723 ordinary shares – The Warehouse Management Trustee Company No.2 Limited
Class	Ordinary shares
Number acquired	-
Number disposed	200,140

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	NIL Off-market transfer of ordinary shares from Trust company to settle obligations under the Executive Share Scheme.
No. of securities held after change	<u>Direct</u> (a) 11,202 ordinary shares – Graham Evans <u>Indirect</u> (b) 619,583 ordinary shares – The Warehouse Management Trustee Company No.2 Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer above

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26.11.10

Name of entity:	The Warehouse Group Limited
ABN:	094 719 089

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	Sir Stephen Robert Tindall
Date of last notice	25 November 2009

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>	(e) Mortgage over 1,000,000 shares granted by Ian Morrice to secure debt.
Date of changes	22 November 2010
No. of securities held prior to change	<u>Direct</u> (a) 83,058,283 ordinary shares – Sir Stephen Tindall <u>Indirect – As Trustee</u> (b) 675,428 ordinary shares – Merani Trust (c) 3,100,000 ordinary shares – R&G Tindall Trust (d) 3,389,844 ordinary shares – SRT Family Trust <u>Indirect - Other</u> (e) 1,000,000 ordinary shares – mortgage granted by Ian Morrice to secure debt. Ian Morrice controls voting rights in the shares.
Class	Ordinary Shares

+ See chapter 19 for defined terms.

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Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable (e) – Mortgage over 1,000,000 shares granted by Ian Morrice to secure debt – due date to pay debt extended to earlier of 31 March 2011 or termination of Ian Morrice's employment.
No. of securities held after change	<u>Direct</u> (a) 83,058,283 ordinary shares – Sir Stephen Tindall <u>Indirect – As Trustee</u> (b) 675,428 ordinary shares – Merani Trust (c) 3,100,000 ordinary shares – R&G Tindall Trust (d) 3,389,844 ordinary shares – SRT Family Trust <u>Indirect - Other</u> (e) 1,000,000 ordinary shares – Mortgage granted by Ian Morrice to secure debt. Ian Morrice controls voting rights in the shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer above

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26.11.10

Name of entity:	The Warehouse Group Limited
ABN:	094 719 089

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	Ian Rognvald Morrice
Date of last notice	5 November 2010

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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of changes	(b) and (c) 19 November 2010 – Allotment of Ordinary Shares (a) 22 November 2010 – Extension of due date for debt
No. of securities held prior to change	(a) 1,000,000 – Ian Morrice – pending payment of the purchase price and transfer of legal title to the shares; Ian Morrice controls voting rights in the shares. (b) 346,333 – Ian Morrice (c) 698,035 - Conditional rights available to be allocated and transferred in The Warehouse Group Limited ordinary shares upon the satisfaction of certain conditions and in accordance with the Deed in respect of The Warehouse Group Limited Executive Share Scheme. (d) 43,000 – Trustee, The Morrice Family Trust

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Class	(a), (b) and (d) Ordinary Shares (c) Conditional Rights
Number acquired	(b) 47,586 Ordinary Shares allotted under the Executive Share Scheme
Number disposed	(c) 47,586 Conditional Rights vested (see above)
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(b) and (c) NIL – allotment of Ordinary Shares pursuant to the Executive Share Scheme (a) Not Applicable - Mortgage over 1,000,000 shares granted by Ian Morrice to secure debt – due date to pay debt extended to earlier of 31 March 2011 or termination of Ian Morrice's employment.
No. of securities held after change	a) 1,000,000 – Ian Morrice – pending payment of the purchase price and transfer of legal title to the shares; Ian Morrice controls voting rights in the shares. (b) 393,919 – Ian Morrice (c) 650,449 - Conditional rights available to be allocated and transferred in The Warehouse Group Limited ordinary shares upon the satisfaction of certain conditions and in accordance with the Deed in respect of The Warehouse Group Limited Executive Share Scheme. (d) 43,000 – Trustee, The Morrice Family Trust
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer above