

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	Seymour Whyte Limited
ABN	67 105 493 203

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	Robert Patrick Carr
Date of last notice	2 October 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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	19 January 2016
No. of securities held prior to change	Direct: A. Ordinary Shares <ul style="list-style-type: none">4,600,000 (1.6 million of which are escrowed until 30 June 2016) B. Performance Rights <ul style="list-style-type: none">140,339 Performance Rights Indirect: C. Ordinary Shares held by CPU Share Plans Pty Ltd ABN 20 081 600 875 as Trustee for the Seymour Whyte Limited Employee Share Plan Trust <ul style="list-style-type: none">74,930
Class	Performance Rights
Number acquired	164,151 Performance Rights

+ See chapter 19 for defined terms.

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil – Performance Rights acquired for nil consideration under the terms of the Employee Share Ownership Plan and following shareholder approval at the AGM on 18 November 2015.
No. of securities held after change	<p>Direct:</p> <p>A. Ordinary Shares</p> <ul style="list-style-type: none"> 4,600,000 (1.6 million of which are escrowed until 30 June 2016) <p>B. Performance Rights</p> <ul style="list-style-type: none"> 304,490 Performance Rights <p>Indirect:</p> <p>C. Ordinary Shares held by CPU Share Plans Pty Ltd ABN 20 081 600 875 as Trustee for the Seymour Whyte Limited Employee Share Plan Trust</p> <ul style="list-style-type: none"> 74,930 Ordinary 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	<p>Grant of Performance Rights: FY16 LTIP</p> <p>Following the approval of shareholders at the AGM held on 18 November 2015, Mr Carr was granted 164,151 Performance Rights as a participant in Seymour Whyte's long term incentive plan (LTIP) for the 2016 financial year. Details of the plan and the terms and conditions attaching to the Performance Rights can be found in the Notice of Meeting lodged with ASX on 15 October 2016.</p>

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
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/a

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Interest acquired	N/a
Interest disposed	N/a
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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.