

# 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>	<b>Seymour Whyte Limited</b>
<b>ABN</b>	<b>67 105 493 203</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.

<b>Name of Director</b>	Robert Patrick Carr
<b>Date of last notice</b>	29 April 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>	<b>Direct:</b>  <b>148,780</b> Zero Exercise Price Employee Share Options granted following shareholder approval at the 2014 Annual General Meeting
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	n/a
<b>Date of change</b>	1 December 2014
<b>No. of securities held prior to change</b>	<b>Direct:</b>  <b>4,800,000</b> fully paid ordinary shares in Seymour Whyte Limited (SWL) subject to the following escrow conditions: <ul style="list-style-type: none"><li>• 1.6 million SWL shares will be escrowed until 30 June 2015; and</li><li>• 1.6 million SWL shares will be escrowed until 30 June 2016.</li></ul>
<b>Class</b>	Zero Exercise Price Options under SWL Employee Share Option Plan
<b>Number acquired</b>	<b>148,780</b>

+ See chapter 19 for defined terms.

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<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	<b>4,800,000</b> fully paid ordinary shares in Seymour Whyte Limited  <b>148,780</b> Zero Exercise Price Employee Share Options
<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	<b>148,780</b> options have been issued under Seymour Whyte Limited's Employee Share Option Plan.  The issue of the options to Mr Carr was approved by Shareholders at the 2014 Annual General Meeting held on 26 November 2014 and the options were allotted on 1 December 2014.  Vesting of the <b>148,780</b> options is subject to service conditions:  <ul style="list-style-type: none"> <li>• 74,390 options vest on 1 September 2015 if Mr Carr remains continually employed by the Seymour Whyte Limited Group up to and including 1 September 2015; and</li> <li>• 74,390 options vest on 1 September 2016 if Mr Carr remains continually employed by the Seymour Whyte Limited Group up to and including 1 September 2016.</li> </ul>

## 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.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	Nil
<b>Name of registered holder (if issued securities)</b>	Nil
<b>Date of change</b>	Nil

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+ See chapter 19 for defined terms.

<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 – <sup>+</sup>Closed period**

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

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