

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	ILH GROUP LIMITED
ABN	20 120 394 194

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	DAVID MCKAY FRENCH
Date of last notice	1 October 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Capricorn Investment Partners Ltd <French S/F A/C> Capricorn Investment Partners Ltd <D&S French Athelstane A/C> Mr French is a Trustee and member of both the French S/F A/C and the D&S French Athelstane A/C.
Date of change	02 December 2014
No. of securities held prior to change	1,281,895 Capricorn Investment Partners Ltd <French S/F A/C> 5,312,031 Capricorn Investment Partners Ltd <D&S French Athelstane A/C>
Class	Ordinary fully paid shares
Number acquired	7,711,996
Number disposed	-

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Issue of shares in lieu of deferred consideration payable of \$196,656.
No. of securities held after change	2,781,147 Capricorn Investment Partners Ltd <French S/F A/C> 11,524,775 Capricorn Investment Partners Ltd <D&S French Athelstane A/C>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of securities as satisfaction of deferred consideration pursuant to the acquisition of Capricorn Investment Partners Limited.

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	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	-
If prior written clearance was provided, on what date was this provided?	-

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