

30 April 2010

The Manager  
Company Announcements Office  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

**ELECTRONIC LODGEMENT**

Dear Sir or Madam

**Appendix 3Y**

Please find attached two Appendix 3Y notices reflecting the transfer on 28 April 2010 of 4,000,000 Mitchell Communication Group Limited (ASX: MCU) shares owned by Stuart Mitchell, Chief Executive Officer, to the Executive Chairman, Mr Harold Mitchell AO. The transaction does not result in a change in the overall beneficial ownership in the Mitchell Communication Group Limited held by the Mitchell family.

Yours sincerely



Dion Cust  
Company Secretary

# 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 30/9/2001.

<b>Name of entity: Mitchell Communication Group Limited</b>
<b>ABN: 59 088 110 141</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>	Harold Mitchell
<b>Date of last notice</b>	20/11/09

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director and Shareholder of Tora Bran Nominees Pty Ltd Director and Shareholder of Harold Charles Mitchell (No.2) Pty Ltd
<b>Dates of change</b>	28/4/10
<b>No. of securities held prior to change</b>	Direct Shares: 52,740,248 <u>Indirect Shares:</u> - Tora Bran Nominees Pty Ltd: 17,322,122 - Harold Charles Mitchell (No.2) Pty Ltd: 16,905,061
<b>Class</b>	Ordinary
<b>Number acquired</b>	4,000,000
<b>Number disposed</b>	-
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,362,000.00

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+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	Direct Shares: 52,740,248 <u>Indirect Shares:</u> - Tora Bran Nominees Pty Ltd: 17,322,122 - Harold Charles Mitchell (No.2) Pty Ltd: 20,905,061
<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	Off-market transfer

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

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Introduced 30/9/2001.

<b>Name of entity: Mitchell Communication Group Limited</b>
<b>ABN: 59 088 110 141</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>	Stuart Mitchell
<b>Date of last notice</b>	22/4/09

### 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>	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-
<b>Dates of change</b>	28/4/10
<b>No. of securities held prior to change</b>	13,414,063
<b>Class</b>	Ordinary
<b>Number acquired</b>	-
<b>Number disposed</b>	4,000,000
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,362,000.00
<b>No. of securities held after change</b>	9,414,063
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-Market Transfer

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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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

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