

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.

Name of entity	Country Road Limited
ABN	78 006 759 182

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	Mr Ian Moir
Date of last notice	21 February 2013

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	Refer attachment
Nature of interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Refer attachment
Date of change	Refer attachment
No. of securities held prior to change	Refer attachment
Class	Refer attachment
Number acquired	Refer attachment
Number disposed	Refer attachment
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Refer attachment
No. of securities held after change	Refer attachment
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Refer attachment

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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.

Detail of contract	Not applicable
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
Interest after change	Not applicable

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?	Not applicable
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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Rule 3.19A.2

ATTACHMENT - MR IAN MOIR

1. Nature of Interest: Direct and indirect beneficial holdings in ordinary shares in WHL

Holder of shares in Woolworths Holdings Limited (a South African company which is listed on the Main Board of the JSE Securities Exchange South Africa) (**WHL**), which include shares issued pursuant to the Woolworths Holdings Share Trust Restricted Share Plan. WHL is the ultimate holding company of Country Road Limited.

Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
	Shares held in WHL as at the date of the last notice				793,280
Total					793,280

2. Nature of Interest: Direct beneficial in the Deferred Bonus Plan

Holder of shares, which included shares issued pursuant to the Woolworths Holdings Share Trust Deferred Bonus Plan.

Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
	Shares held in WHL as at the date of the last notice				71,217
02/09/2013	Acquired matching shares under the DBP	60.72	45,007		116,224
Total					116,224

3. Nature of Interest: Direct beneficial in the Share Appreciation Rights Scheme

Holder of rights to shares in WHL, which vest after a 3 year performance period, subject to performance conditions and to the extent to which these have been met, have been issued to the grant price as indicated and in accordance with the terms of the Woolworths Holdings Share Trust Share Appreciation Rights Scheme.

Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
	Shares held in WHL as at the date of the last notice				277,579
02/09/2013	Acquired rights to shares under the SARS scheme	60.72	103,755		381,334
Total					381,334

4. Nature of Interest: Direct beneficial in the Long Term Incentive Plan

Holder of conditional share awards which vest after a 3 year performance period, subject to performance conditions and to the extent to which these have been met, have been issued to the grant price as indicated and in accordance with the terms of the Woolworths Holdings Share Trust Long Term Incentive Plan.

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Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
	Shares held in WHL as at the date of the last notice				452,265
02/09/2013	Acquired rights to shares under the LTIP scheme	60.72	148,221		600,486
02/09/2013	Additional ordinary shares acquired under the LTIP scheme	60.72	16,313		616,799
Total					616,799