

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	OPUS Group Limited
ABN	48 006 162 876

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	Bret P. Jackson
Date of last notice	28 March 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Fully paid ordinary shares
Date of change	1 November 2013
No. of securities held prior to change	<p>Knox Investment Partners Fund III AUD 3 Limited (associated party) – 21,346 fully paid ordinary shares</p> <p>Knox Investment Partners Fund III AUD 4 Limited (associated party) – 8,100,784 fully paid ordinary shares</p> <p>Knox Investment Partners Fund III AUD 5 Limited (associated party) – 8,347,647 fully paid ordinary shares</p> <p>Takatimu Investment Trust (related party) – 2,302,846 fully paid ordinary shares</p>

+ See chapter 19 for defined terms.

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Class	Fully paid ordinary shares
Number acquired	68,527,794
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2,672,584
No. of securities held after change	<p>Knox Investment Partners Fund III AUD 3 Limited (associated party) – 21,346 fully paid ordinary shares</p> <p>Knox Investment Partners Fund III AUD 4 Limited (associated party) – 8,100,784 fully paid ordinary shares</p> <p>Knox Investment Partners Fund III AUD 5 Limited (associated party) – 8,347,647 fully paid ordinary shares</p> <p>Takatimu Investment Trust (related party) – 2,302,846 fully paid ordinary shares</p> <p>Knox OPUS LP – 68,527,794 fully paid ordinary shares</p>
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 fully paid ordinary shares following the conversion of convertible notes held by Knox OPUS LP

+ See chapter 19 for defined terms.

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	Nil
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
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.