

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:	First Capital Group Limited
ABN	20 009 264 699

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	Les Freeman
Date of last notice	20 April 2007 – Appendix 3y

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.	Les Freeman is controller of the following companies: First Capital Finance Pty Ltd Ferguson Road Pty Ltd Cramford Pty Ltd Venndale Pty Ltd
Date of change	23 May 2007

+ See chapter 19 for defined terms.

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No. of securities held prior to change First Capital Finance Pty Ltd	15,711,111 Ordinary Shares 4,000,000 Class A Performance Shares 4,000,000 Class B Performance Shares 4,000,000 Class C Performance Shares
Ferguson Road Pty Ltd	4,500,000 Ordinary Shares 6,000,000 Class A Performance Shares 6,000,000 Class B Performance Shares 6,000,000 Class C Performance Shares 885,000 Options (Ex.\$0.25) 30 November 09
Cramford Pty Ltd	1,388,889 Ordinary Shares
Venndale Pty Ltd	484,528 Ordinary Shares
Class	Ordinary Shares each fully paid Class A Performance Shares Class B Performance Shares Class C Performance Shares
Number acquired First Capital Finance Pty Ltd Ferguson Road Pty Ltd Cramford Pty Ltd Venndale Pty Ltd	Nil Nil Nil 30,000
Number disposed First Capital Finance Pty Ltd Ferguson Road Pty Ltd Cramford Pty Ltd Venndale Pty Ltd	Nil Nil Nil Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Shares acquired were for an average price of \$0.135 per share (total \$4,050.00)
No. of securities held after change First Capital Finance Pty Ltd	15,711,111 Ordinary Shares 4,000,000 Class A Performance Shares 4,000,000 Class B Performance Shares 4,000,000 Class C Performance Shares
Ferguson Road Pty Ltd	4,500,000 Ordinary Shares 6,000,000 Class A Performance Shares 6,000,000 Class B Performance Shares 6,000,000 Class C Performance Shares 885,000 Options (Ex.\$0.25) 30 November 09
Cramford Pty Ltd	1,388,889 Ordinary Shares
Venndale Pty Ltd	514,528 Ordinary Shares

+ See chapter 19 for defined terms.

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares acquired were purchased on market
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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	N/A
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 Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.