

# 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

|                       |                          |
|-----------------------|--------------------------|
| <b>Name of entity</b> | <b>COUNTPLUS LIMITED</b> |
| <b>ABN</b>            | <b>11 126 990 832</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>    | Barry Martin Lambert |
| <b>Date of last notice</b> | -                    |

### **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>                                                                                                                                  | <ol style="list-style-type: none"><li>1. Indirect.</li><li>2. Direct.</li></ol>                                                                                                                |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | <ol style="list-style-type: none"><li>1. Count Charitable Foundation (CCF) purchased 60,614 shares in Countplus Limited. Barry Lambert is a Director of the Trustee Company for CCF.</li></ol> |
| <b>Date of change</b>                                                                                                                                               | <ol style="list-style-type: none"><li>1. 6 and 7 March 2013.</li><li>2. 7 and 8 March 2013.</li></ol>                                                                                          |
| <b>No. of securities held prior to change</b>                                                                                                                       | <ol style="list-style-type: none"><li>1. 200,000</li><li>2. 3,300,000</li></ol>                                                                                                                |
| <b>Class</b>                                                                                                                                                        | Ordinary Shares                                                                                                                                                                                |
| <b>Number acquired</b>                                                                                                                                              | <ol style="list-style-type: none"><li>1. By CCF: 60,614 Fully Paid Ordinary Shares.</li><li>2. 238,500 Fully Paid Ordinary Shares.</li></ol>                                                   |
| <b>Number disposed</b>                                                                                                                                              | NIL                                                                                                                                                                                            |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                            | <ol style="list-style-type: none"><li>1. \$101,225.38</li><li>2. \$399,737.90</li></ol>                                                                                                        |

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+ See chapter 19 for defined terms.

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| <b>No. of securities held after change</b>                                                                                                                                  | 1. 260,614<br>2. 3,538,500     |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | 1. On Market.<br>2. On Market. |

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

## Part 3 – +Closed period

|                                                                                                                                                    |     |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | NO  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                               | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                    | N/A |

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