Rule 3.19A.2

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	**AUSTOCK GROUP LIMITED**
ABN	90 087 334 370

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	Paul Masi
Date of last notice	3 June 2010

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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	11 March 2012
No. of securities held prior to change	475,000 fully paid ordinary shares
Class	Fully paid ordinary
Number acquired	2,666,666 fully paid ordinary shares (refer part 2 of this form)
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	3,141,666 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of shares acquired on-market under the Austock Employee Share Plan

+ 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	Allocation of shares in the Austock Employee Share Plan
Nature of interest	Indirect
Name of registered holder (if issued securities)	Austock Employee Share Custodian Pty Ltd as trustee of the Austock Employee Share Plan. Mr Masi is a beneficiary of the Austock Employee Share Plan which provides for the purchase on-market of shares by or on behalf of directors pursuant to ASX Listing Rule 10.14.
Date of change	11 March 2012
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	4,000,000 fully paid ordinary shares pursuant to the Austock Employee Share Plan subject to vesting conditions
Interest acquired	-
Interest disposed	2,666,666 fully paid ordinary shares (acquisition of relevant interest upon vesting - refer part 1 of this form)
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Nil
Interest after change	1,333,334 fully paid ordinary shares

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?	N/a
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.