

## 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 | GR Engineering Services Limited |
| ABN            | 12 121 542 738                  |

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    | Barry Sydney Patterson |
| Date of last notice | 20 April 2011          |

#### 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<br>(including registered holder)<br>Note: Provide details of the circumstances giving rise to the relevant interest. | Polly Pty Ltd – Barry Patterson is a director of and controls Polly Pty Ltd. Polly Pty Ltd is trustee for the BS Patterson Family Trust of which Barry Patterson is a beneficiary. |
| Date of change                                                                                                                                   | 15 December 2011                                                                                                                                                                   |
| No. of securities held prior to change                                                                                                           | 12,000,000 fully paid ordinary shares                                                                                                                                              |
| Class                                                                                                                                            | Fully paid ordinary shares                                                                                                                                                         |
| Number acquired                                                                                                                                  | Nil                                                                                                                                                                                |
| Number disposed                                                                                                                                  | 1,500,000                                                                                                                                                                          |
| Value/Consideration<br>Note: If consideration is non-cash, provide details and estimated valuation                                               | \$1.80 per fully paid ordinary share for total consideration of \$2,700,000                                                                                                        |

+ See chapter 19 for defined terms.

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|                                                                                                                                                                             |                                                                                    |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                  | 10,500,000                                                                         |
| <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 | On-market trade in accordance with Sell Down announced to ASX on 15 December 2011. |

### 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>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <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 | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | N/A |
| <b>Interest after change</b>                                                                                                                                                 | N/A |

### Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                               |    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----|

<sup>+</sup> See chapter 19 for defined terms.

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|                                                                                               |     |
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| 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 |

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+ See chapter 19 for defined terms.