

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: Real Brand Holdings Limited
ABN : 12 110 005 822

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	Mr Richard Jonathan Poole
Date of last notice	20 October 2008

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 Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Amanda Poole – an associate of Richard Poole
Date of change	24 October 2008
No. of securities held prior to change	Indirect Ordinary : 13,977,000 Options: 2,500,000 options exercisable at \$0.25 per share on or before 1 December 2008 and 10,000,000 options exercisable at \$0.05 per share on or before 30 June 2012
Class	Ordinary shares
Number acquired	Indirect 100,000 ordinary shares
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Indirect \$5,010.00

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No. of securities held after change	Indirect Ordinary : 14,077,000 Options: 2,500,000 options exercisable at \$0.25 per share on or before 1 December 2008 and 10,000,000 Options exercisable at \$0.05 per share on or before 30 June 2012
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade

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