

# 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.

|                       |                |
|-----------------------|----------------|
| <b>Name of entity</b> | STOKES LTD     |
| <b>ABN</b>            | 24 004 554 929 |

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>    | Con Scrinis |
| <b>Date of last notice</b> | 29/11/2013  |

### 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>                                                                                                                                          | Indirect                                               |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | Acquired convertible notes via rights issue            |
| <b>Date of change</b>                                                                                                                                                       | 17/06/2014                                             |
| <b>No. of securities held prior to change</b>                                                                                                                               | 3,786,750 Ordinary shares                              |
| <b>Class</b>                                                                                                                                                                | As above                                               |
| <b>Number acquired</b>                                                                                                                                                      | 946,500 Convertible notes                              |
| <b>Number disposed</b>                                                                                                                                                      | 0                                                      |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$331,275                                              |
| <b>No. of securities held after change</b>                                                                                                                                  | 3,786,750 Ordinary shares<br>946,500 Convertible notes |
| <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 | Acquired via rights issue                              |

+ 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.

|                                                                                                                                                                                                     |                                                        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| <b>Detail of contract</b>                                                                                                                                                                           |                                                        |
| <b>Nature of interest</b>                                                                                                                                                                           | Direct                                                 |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                         | Boom Capital Pty Ltd                                   |
| <b>Date of change</b>                                                                                                                                                                               | 17/06/2014                                             |
| <b>No. and class of securities to which<br/>interest related prior to change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> | 3,786,000 Ordinary Shares                              |
| <b>Interest acquired</b>                                                                                                                                                                            | 946,500 Convertible notes                              |
| <b>Interest disposed</b>                                                                                                                                                                            | 0                                                      |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                     | \$331,275                                              |
| <b>Interest after change</b>                                                                                                                                                                        | 3,786,000 Ordinary shares<br>946,500 Convertible notes |

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|-----------------------|----------------|
| <b>Name of entity</b> | STOKES LTD     |
| <b>ABN</b>            | 24 004 554 929 |

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>    | Peter Jinks |
| <b>Date of last notice</b> | 29/11/2013  |

### 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>                                                                                                                                                         | Indirect                                               |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                        | Acquired convertible notes via rights issue            |
| <b>Date of change</b>                                                                                                                                                                      | 17/06/2014                                             |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 3,786,000 Ordinary shares                              |
| <b>Class</b>                                                                                                                                                                               | As above                                               |
| <b>Number acquired</b>                                                                                                                                                                     | 946,500 Convertible notes                              |
| <b>Number disposed</b>                                                                                                                                                                     | 0                                                      |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$331,275                                              |
| <b>No. of securities held after change</b>                                                                                                                                                 | 3,786,000 Ordinary shares<br>946,500 Convertible notes |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Acquired via rights issue                              |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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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.

|                                                                                                                                                                                                     |                                                        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| <b>Detail of contract</b>                                                                                                                                                                           |                                                        |
| <b>Nature of interest</b>                                                                                                                                                                           | Direct                                                 |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                         | Volantor Super fund                                    |
| <b>Date of change</b>                                                                                                                                                                               | 17/06/2014                                             |
| <b>No. and class of securities to which<br/>interest related prior to change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> | 3,786,000 Ordinary Shares                              |
| <b>Interest acquired</b>                                                                                                                                                                            | 944,000 Convertible notes                              |
| <b>Interest disposed</b>                                                                                                                                                                            | 0                                                      |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                     | \$330,400                                              |
| <b>Interest after change</b>                                                                                                                                                                        | 3,786,000 Ordinary shares<br>944,000 Convertible notes |

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|-----------------------|----------------|
| <b>Name of entity</b> | STOKES LTD     |
| <b>ABN</b>            | 24 004 554 929 |

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>    | Greg Jinks |
| <b>Date of last notice</b> | 29/11/2013 |

### 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>                                                                                                                                          | Indirect                                               |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                    | Acquired convertible notes via rights issue            |
| <b>Date of change</b>                                                                                                                                                       | 17/06/2014                                             |
| <b>No. of securities held prior to change</b>                                                                                                                               | 3,786,000 Ordinary shares                              |
| <b>Class</b>                                                                                                                                                                | As above                                               |
| <b>Number acquired</b>                                                                                                                                                      | 946,500 Convertible notes                              |
| <b>Number disposed</b>                                                                                                                                                      | 0                                                      |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$331,275                                              |
| <b>No. of securities held after change</b>                                                                                                                                  | 3,786,000 Ordinary shares<br>946,500 Convertible notes |
| <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 | Acquired via rights issue                              |

+ 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.

|                                                                                                                                                                                                     |                                                        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| <b>Detail of contract</b>                                                                                                                                                                           |                                                        |
| <b>Nature of interest</b>                                                                                                                                                                           | Direct                                                 |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                         | Greg Electrical Contractors                            |
| <b>Date of change</b>                                                                                                                                                                               | 17/06/2014                                             |
| <b>No. and class of securities to which<br/>interest related prior to change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> | 3,500,000 Ordinary Shares                              |
| <b>Interest acquired</b>                                                                                                                                                                            | 875,000 Convertible notes                              |
| <b>Interest disposed</b>                                                                                                                                                                            | 0                                                      |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                     | \$306,250                                              |
| <b>Interest after change</b>                                                                                                                                                                        | 3,500,000 Ordinary shares<br>875,000 Convertible notes |

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+ See chapter 19 for defined terms.