

# 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> | Retail Food Group Limited |
| <b>ABN</b>            | 31 106 840 082            |

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>    | John Cowley   |
| <b>Date of last notice</b> | 3 August 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.

|                                                                                                                                                                                            |                                                                                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                                         | Direct                                                                                                                       |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                        | Registered Holder: John Cowley                                                                                               |
| <b>Date of change</b>                                                                                                                                                                      | a) 09.09.10<br>b) 09.09.10<br>c) 10.09.10                                                                                    |
| <b>No. of securities held prior to change</b>                                                                                                                                              | 46,667 RFG ordinary shares                                                                                                   |
| <b>Class</b>                                                                                                                                                                               | Fully Paid Ordinary Shares                                                                                                   |
| <b>Number acquired</b>                                                                                                                                                                     | Nil                                                                                                                          |
| <b>Number disposed</b>                                                                                                                                                                     | a) 09.09.10: 16,401 RFG ordinary shares<br>b) 09.09.10: 26,117 RFG ordinary shares<br>c) 10.09.10: 4,149 RFG ordinary shares |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | a) 09.09.10: \$2.48 per share<br>b) 09.09.10: \$2.4974 per share<br>c) 10.09.10: \$2.48 per share                            |
| <b>No. of securities held after change</b>                                                                                                                                                 | Nil                                                                                                                          |
| <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> | On market sale                                                                                                               |

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+ See chapter 19 for defined terms.

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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>                                                                                                                                                                               | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                                               |                |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                             |                |
| <b>Date of change</b>                                                                                                                                                                                   |                |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |                |
| <b>Interest acquired</b>                                                                                                                                                                                |                |
| <b>Interest disposed</b>                                                                                                                                                                                |                |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                         |                |
| <b>Interest after change</b>                                                                                                                                                                            |                |

## ANNEXURE 1 to Appendix 3Y:

### Details of Director's relevant interests in securities which have not changed:

#### Director's relevant interests in securities of which the director is the registered holder

*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.

| Number & class of securities |
|------------------------------|
| Nil                          |

#### Director's relevant interests in securities of which the director is not the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

| Name of holder & nature of interest<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                                                               | Number & class of Securities      |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| Janina Mary Elizabeth Cowley.<br><br>Mrs Cowley is a member of John Cowley's family. John Cowley holds a notifiable interest in these shares by virtue of the Corporations Act 2001 (Cth).           | 65,000 fully paid ordinary shares |
| John Cowley as trustee for the JT Cowley & J Cowley Superannuation Fund. The JT Cowley & J Cowley Superannuation Fund holds these shares for the benefit of John Cowley and or members of his family | 59,586 fully paid ordinary shares |

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**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>                                        | Not Applicable |
| <b>Nature of interest</b>                                        |                |
| <b>Name of registered holder<br/>(if issued securities)</b>      |                |
| <b>No. and class of securities to<br/>which interest relates</b> |                |

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+ See chapter 19 for defined terms.