

Appendix 3Z

Final 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:	Retail Food Group Limited
ABN:	21 106 840 082

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Nigel Norman Nixon
Date of last notice	6 July 2011
Date that director ceased to be director	29 May 2012

Part 1 – 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
Nigel Norman Nixon – 124,466 fully paid ordinary shares
Nigel Norman Nixon, Holly Nixon, Gavin Nixon & Loy Nixon as trustees for The Nixon Superannuation Trust – 15,054 fully paid ordinary shares

+ See chapter 19 for defined terms.

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Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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 Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
Brecot Pty Ltd ACN 085 358 176 as trustee for The Brecot No 1 Trust. Mr Nixon is a director of, and holds half the issued shares in, Brecot Pty Ltd. Members of Mr Nixon's family are discretionary objects of The Brecot Trust No 1.	2,698,201 fully paid ordinary shares
Brecot Pty Ltd ACN 085 358 176 as trustee for The Brecot No 2 Trust. Mr Nixon is a director of, and holds half the issued shares in, Brecot Pty Ltd. Members of Mr Nixon's family are discretionary objects of The Brecot Trust No 2.	2,812,666 fully paid ordinary shares

Part 3 – Director's interests in contracts

Detail of contract	Option Deed
Nature of interest	The nature of the interest is set out in Annexure 1 to this Appendix 3Z.
Name of registered holder (if issued securities)	Nigel Nixon or his permitted nominee
No. and class of securities to which interest relates	Options over 110,332 fully paid ordinary shares in Retail Food Group Limited

Detail of contract	Option Deed
Nature of interest	The nature of the interest is set out in Annexure 2 to this Appendix 3Z.
Name of registered holder (if issued securities)	Nigel Nixon or his permitted nominee
No. and class of securities to which interest relates	Options over 100,000 fully paid ordinary shares in Retail Food Group Limited

+ See chapter 19 for defined terms.

Annexure 1 to Appendix 3Z:

Under the Option Deed, Nigel Nixon was granted 231,000 options over unissued fully paid ordinary shares in Retail Food Group Limited. Details of the options are as follows:

Grant date	Number	Vesting date	Profit hurdle	Last exercise date	Exercise price
1 August 2006	161,000	53,667 options vested 1 year after grant date and were exercised on 2 April 2009	Nil	3 years after vesting date	\$1.00
		53,667 options vested 2 years after grant date and were exercised on 2 April 2009			
		53,666 options vest 3 years after grant date			
1 August 2007	40,000	13,334 options vested 1 year after grant date and were exercised on 2 April 2009	Nil	3 years after vesting date	\$1.15
		13,333 options vest 2 years after grant date			
		13,333 options vest 3 years after grant date			
1 August 2008	30,000	10,000 options vest 1 year after grant date	Nil	3 years after vesting date	\$1.32
		10,000 options vest 2 years after grant date			
		10,000 options vest 3 years after grant date			

Nigel Nixon may require the allotment of the option shares to him or to his permitted nominee in one or more parcels, each or any number of the option shares, so that he or his permitted nominee may ultimately acquire by one or more transactions in the aggregate, all or any number of the option shares.

Annexure 2 to Appendix 3Z:

Under the Option Deed, Nigel Nixon was granted 100,000 options over unissued fully paid ordinary shares in Retail Food Group Limited. Details of the options are as follows:

Grant date	Number	Vesting date	Profit hurdle	Last exercise date	Exercise price
1 December 2010	100,000	1 December 2010	Nil	30 November 2012	\$1.50

Nigel Nixon may require the allotment of the option shares to him or to his permitted nominee in one or more parcels, each or any number of the option shares, so that he or his permitted nominee may ultimately acquire by one or more transactions in the aggregate, all or any number of the option shares.

+ See chapter 19 for defined terms.