



Company Announcement

GrainCorp Limited ABN 60 057 186 035

Date: 11 October, 2012
To: The Manager - Announcements
Company Announcements Office
Australian Securities Exchange
20 Bridge Street, Sydney

Via On-Line Lodgement.

GRAINCORP LIMITED ("GNC")

APPENDIX 3Y – ALISON WATKINS.

Attached is the Appendix 3Y Change of Directors Interest Notice showing new shares acquired under the Rights Issue announced to the ASX on 28 August 2012.

A handwritten signature in black ink, appearing to read "A. Horne", is positioned above the name and title of the signatory.

Andrew Horne
Company Secretary

GrainCorp Limited
Level 26, 175 Liverpool Street, Sydney NSW 2000
PO Box A268, Sydney South NSW 1235
Telephone: (02) 9325 9100 Facsimile: (02) 9325 9180
www.graincorp.com.au



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	GRAINCORP LIMITED
ABN	60 057 186 035

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	MS ALISON WATKINS
Date of last notice	27 February 2012

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 (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Alyrod Holdings Pty Ltd. Issued under the Accelerated Renounceable Entitlement Offer announced on 28 August 2012.
Date of change	05 October 2012
No. of securities held prior to change	55,000 ordinary shares
Class	Ordinary shares
Number acquired	5,000
Number disposed	NIL
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Rights Issue for all GNC shareholders – issue price \$8.80 per new GNC ordinary share
No. of securities held after change	60,000 ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued under the Accelerated Renounceable Entitlement Offer announced on 28 August 2012.
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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.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.