

# 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>	GREENCROSS LIMITED
<b>ABN</b>	58 119 778 862

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>	GLEN FRANK RICHARDS
<b>Date of last notice</b>	21/11/2012

### 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.

<b>Direct or indirect interest</b>	<ol style="list-style-type: none"><li>1. Direct.</li><li>2. Indirect.</li><li>3. Indirect.</li><li>4. Indirect.</li><li>5. Indirect.</li><li>6. Indirect.</li><li>7. Indirect.</li></ol>
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<p><b>Nature of indirect interest (including registered holder)</b>  Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<ol style="list-style-type: none"> <li>1. <i>Glen Frank Richards</i> is the registered holder of securities in Greencross Limited.</li> <li>2. Glen Frank Richards is a director and shareholder of <i>Greencross Vets Pty Ltd</i>, which is the registered holder of securities in Greencross Limited.</li> <li>3. Glen Frank Richards is a director and shareholder of <i>Greencross Properties Pty Ltd</i>, which holds securities in Greencross Limited.</li> <li>4. Glen Frank Richards is a trustee and beneficiary of the <i>Richards Super Fund</i>, which is the registered holder of securities in Greencross Limited.</li> <li>5. Glen Frank Richards is a beneficiary of the Mammoth Pet Nominee Trust, and <i>Mammoth Pet Pty Ltd as trustee for the Mammoth Pet Nominee Trust</i> is the registered holder of securities in Greencross Limited.</li> <li>6. Glen Frank Richards is a director and shareholder of <i>Maximum (NQ) Pty Ltd</i>, which is the registered holder of securities in Greencross Limited.</li> <li>7. Glen Frank Richards is a director and shareholder of <i>Clareborough Pty Ltd</i>, which is the registered holder of securities in Greencross Limited.</li> </ol>
<p><b>Date of change</b></p>	<p>31 January 2014</p>
<p><b>No. of securities held prior to change</b></p>	<ol style="list-style-type: none"> <li>1. <i>Glen Frank Richards</i> held 475,000 securities in Greencross Limited.</li> <li>2. <i>Greencross Vets Pty Ltd</i> held 937,919 securities in Greencross Limited.</li> <li>3. <i>Greencross Properties Pty Ltd</i> held 1,040,048 securities in Greencross Limited.</li> <li>4. The <i>Richards Super Fund</i> held 686,042 securities in Greencross Limited.</li> </ol>
<p><b>Class</b></p>	<ol style="list-style-type: none"> <li>1. Fully paid ordinary shares.</li> <li>2. Fully paid ordinary shares.</li> <li>3. Fully paid ordinary shares.</li> <li>4. Fully paid ordinary shares.</li> <li>5. Fully paid ordinary shares.</li> <li>6. Fully paid ordinary shares.</li> <li>7. Fully paid ordinary shares.</li> </ol>

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<b>Number acquired</b>	<ol style="list-style-type: none"> <li>1. <i>Mammoth Pet Pty Ltd as trustee for the Mammoth Pet Nominee Trust</i> acquired 56,018 securities in Greencross Limited.</li> <li>2. <i>Maximum (NQ) Pty Ltd</i> acquired 2,539,963 securities in Greencross Limited.</li> <li>3. <i>Clareborough Pty Ltd</i> acquired 222,509 securities in Greencross Limited.</li> </ol>
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>The following entities transferred 100% of the shares in Mammoth Pet Holdings Pty Ltd held by each of them to Greencross Limited in consideration for the issue to them of the securities in Greencross Limited that are the subject of this notice:</p> <ol style="list-style-type: none"> <li>1. <i>Mammoth Pet Pty Ltd as trustee for the Mammoth Pet Nominee Trust</i>;</li> <li>2. <i>Maximum (NQ) Pty Ltd</i>; and</li> <li>3. <i>Clareborough Pty Ltd</i>.</li> </ol>
<b>No. of securities held after change</b>	<ol style="list-style-type: none"> <li>1. <i>Glen Frank Richards</i> holds 475,000 securities in Greencross Limited.</li> <li>2. <i>Greencross Vets Pty Ltd</i> holds 937,919 securities in Greencross Limited.</li> <li>3. <i>Greencross Properties Pty Ltd</i> holds 1,040,048 securities in Greencross Limited.</li> <li>4. <i>The Richards Super Fund</i> holds 686,042 securities in Greencross Limited.</li> <li>5. <i>Mammoth Pet Pty Ltd as trustee for the Mammoth Pet Nominee Trust</i> holds 56,018 securities in Greencross Limited.</li> <li>6. <i>Maximum (NQ) Pty Ltd</i> holds 2,539,963 securities in Greencross Limited.</li> <li>7. <i>Clareborough Pty Ltd</i> holds 222,509 securities in Greencross Limited.</li> </ol>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of shares in accordance with the acquisition of Mammoth Pet Holdings Pty Ltd by Greencross Limited.

## 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.

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<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**Part 3 – Closed period**

<b>Were the interest in the securities or contracts detailed above traded during a closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during the period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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