Rule 3.19A.2

# **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 | Slater & Gordon Ltd |
|------|-----------|---------------------|
| ABN  | 93 097 29 | 97 400              |

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    | Andrew Alexander Grech |
|---------------------|------------------------|
| Date of last notice | 22 October 2014        |

#### 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  | Direct   |  |
|--|--|--|
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Not Applicable.  |  |
| Date of change   | Various in accordance with the different<br>shares on:<br>17 October 2014 ("Tranche 1")<br>20 October 2014 ("Tranche 2") |  |
| No. of securities held prior to change   | Direct 4,947,551 Ordinary Shares Indirect 100,000 Ordinary Shares  |  |
| Class  | Ordinary Shares  |  |
| Number acquired  | Nil  |  |

<sup>+</sup> See chapter 19 for defined terms.

| Number disposed   | Disposed of in various tranches:  Tranche 1: 5,000 Tranche 2: 20,000 25,000  |
|---|--|
| Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation  | Tranche 1 5,000 at 5.9440 per share Tranche 2 845 at 5.9700 per share 4,000 at 5.9500 per share 8,155 at 5.9200 per share 59 at 5.9400 per share 2,941 at 5.9100 per share 4,000 at 5.8900 per share |
| No. of securities held after change   | Direct 4,922,551 Ordinary Shares Indirect 100,000 Ordinary Shares  |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On market trade.   |

#### 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   | Not Applicable. |
|--|-----------------|
| Nature of interest   | Not Applicable. |
| Name of registered holder (if issued securities)   | Not Applicable. |
| Date of change   | Not Applicable. |
| 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 | Not Applicable. |

<sup>+</sup> See chapter 19 for defined terms.

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| Interest acquired   | Not Applicable. |
|---|-----------------|
| Interest disposed   | Not Applicable. |
| Value/Consideration  Note: If consideration is non-cash, provide details and an estimated valuation | Not Applicable. |
| Interest after change   | Not Applicable. |

### 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? | No.             |
|---|-----------------|
| If so, was prior written clearance provided to allow the trade to proceed during this period?   | Not Applicable. |
| If prior written clearance was provided, on what date was this provided?  | Not Applicable. |

<sup>+</sup> See chapter 19 for defined terms.