

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: Catapult Group International Ltd
ABN: 53 164 301 197

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	Mr Kar Wing Calvin Ng
Date of last notice	16 December 2016

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 and indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>One Managed Investments Ltd as custodian for the Disruptive Special Opportunities Fund I</p> <p>Disruptive Capital Pty Ltd is the trustee of the Disruptive Special Opportunities Fund I. Aura Group Pty Ltd is a 68.81% shareholder of Disruptive Capital Pty Ltd. Mr Ng is the sole shareholder of Ng Capital Management Pty Ltd and Ng Capital Management Pty Ltd is a 28.95% shareholder of Aura Group Pty Ltd. Accordingly, Mr Ng has a relevant interest by virtue of section 608(3) of the Corporations Act.</p> <p>One Managed Investments Ltd as custodian for the Disruptive Special Opportunities Fund II</p> <p>Disruptive Capital Pty Ltd is the trustee of</p>

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	<p>the Disruptive Special Opportunities Fund II. Aura Group Pty Ltd is a 68.81% shareholder of Disruptive Capital Pty Ltd. Mr Ng is the sole shareholder of Ng Capital Management Pty Ltd and Ng Capital Management Pty Ltd is a 28.95% shareholder of Aura Group Pty Ltd. Accordingly, Mr Ng has a relevant interest by virtue of section 608(3) of the Corporations Act.</p> <p>Aura Funds Management 1 Pty Ltd ATF Aura Australian Equities Fund</p> <p>Relevant interest by Aura Funds Management 1 Pty Ltd ATF Aura Australian Equities Fund, pursuant to section 608(3)(a) of the Corporations Act by reason of Aura Group Pty Ltd is a 100% shareholder of Aura Funds Management 1 Pty Ltd. Mr Ng is the sole shareholder of Ng Capital Management Pty Ltd and Ng Capital Management Pty Ltd is a 28.95% shareholder of Aura Group Pty Ltd. Accordingly, Mr Ng has a relevant interest by virtue of section 608(3) of the Corporations Act.</p> <p>Mr Kar Wing Ng and Ms Yow Ting Lee <Ng Family S/F A/C></p> <p>As Mr Ng controls the Ng Family S/F A/C, he has a relevant interest in the shares held by Mr Kar Wing Ng and Ms Yow Ting Lee by virtue of section 608(2)(b) of the Corporations Act.</p> <p>Aura Principal Investments Pty Ltd</p> <p>Aura Group Pty Ltd is a 100% shareholder of Aura Principal Investments Pty Ltd. Mr Ng is the sole shareholder of Ng Capital Management Pty Ltd which is a 28.95% shareholder of Aura Group Pty Ltd. Accordingly, Mr Ng has a relevant interest by virtue of section 608(3) of the Corporations Act.</p>
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Date of change	22 December 2016
No. of securities held prior to change	21,441,420 fully paid ordinary shares
Class	Unlisted options Unlisted performance rights.
Number acquired	<p>300,000 unlisted and unvested options, which have the following terms:</p> <ul style="list-style-type: none"> • 100,000 unlisted options, each exercisable at \$4.284, which vest on 22 September 2017 and expire on 24 March 2018; • 100,000 unlisted options, each exercisable at \$4.843, which vest on 22 September 2018 and expire on 24 March 2019; and • 100,000 unlisted options, each exercisable at \$4.843, which vest on 22 September 2019 and expire on 23 March 2020. <p>300,000 unlisted and unvested performance rights, which have the following terms:</p> <ul style="list-style-type: none"> • 100,000 unlisted performance rights, with a nil exercise price, which vest on 22 March 2017 and expire on 22 September 2017; • 100,000 unlisted performance rights, with a nil exercise price, which vest on 22 March 2018 and expire on 22 September 2018; and • 100,000 unlisted performance rights, with a nil exercise price, which vest on 22 March 2019 and expire on 22 September 2019.
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

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<p>No. of securities held after change</p>	<p>21,441,420 fully paid ordinary shares</p> <p>100,000 unlisted and unvested options, each exercisable at \$4.284, which vest on 22 September 2017 and expire on 24 March 2018</p> <p>100,000 unlisted and unvested options, each exercisable at \$4.843, which vest on 22 September 2018 and expire on 24 March 2019</p> <p>100,000 unlisted and unvested options, each exercisable at \$4.843, which vest on 22 September 2019 and expire on 23 March 2020</p> <p>100,000 unlisted and unvested performance rights, with a nil exercise price, which vest on 22 March 2017 and expire on 22 September 2017</p> <p>100,000 unlisted and unvested performance rights, with a nil exercise price, which vest on 22 March 2018 and expire on 22 September 2018</p> <p>100,000 unlisted and unvested performance rights, with a nil exercise price, which vest on 22 March 2019 and expire on 22 September 2019</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Issue of unlisted and unvested securities following receipt of shareholder approval at the 2016 annual general meeting held on 30 November 2016.</p>

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.

<p>Detail of contract</p>	<p>N/A</p>
<p>Nature of interest</p>	<p>N/A</p>
<p>Name of registered holder (if issued securities)</p>	<p>N/A</p>

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Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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