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	Eclipx Group Limited
ABN	85 131 557 901

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	Kerry Roxburgh
Date of last notice	29 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 interest – See below	
	Indirect interest - No change	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A	
Date of change	28 December 2016	
No. of securities held prior to change	 Direct 146,083 fully paid ordinary shares Indirect 200,000 Director Options (as disclosed in Eclipx Group Limited's prospectus dated 26 March 2015, lodged by Eclipx Group Limited and Eclipx SaleCo Limited) held indirectly through KERRY & ALEX ROXBURGH S/FUND (Super Fund) 25,000 fully paid ordinary shares held indirectly through the Super Fund 	

⁺ See chapter 19 for defined terms.

Class	Rights (unquoted) issued under the Eclipx Group Limited NED/Employee Share Right Contribution Plan (Sacrifice Plan)	
Number acquired	33,163	
Number disposed	Nil	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$3.7692	
No. of securities held after change	Direct 146,083 fully paid ordinary shares 33,163 Sacrifice Plan rights Indirect Super Fund: 200,000 Options, and 25,000 fully paid 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	Rights allocated under the Sacrifice Plan.	

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	Nil
Nature of interest	Nil
Name of registered holder (if issued securities)	Nil
Date of change	Nil
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	Nil
Interest acquired	Nil
Interest disposed	Nil

⁺ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Nil
Interest after change	Nil

Part 3 – +Closed period

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

⁺ See chapter 19 for defined terms.