

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 Coles Group Limited
ABN 11 004 089 936

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	James Philip Graham
Date of last notice	14 March 2019

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>Melsox Limited is the registered holder. Melsox Limited is a subsidiary of Gresham Partners Group Limited. James Philip Graham is a director and has a deemed relevant interest by virtue of the application of subsections 608(3)(a) and (b) of the Corporations Act.</p> <p>Velorne Pty Ltd is the registered holder. James Philip Graham is a director and shareholder of Velorne Pty Ltd.</p> <p>Burrans Management Pty Limited as trustee for The Rawlings Superannuation Fund (Fund) is the registered holder. James Philip Graham is a director and substantial shareholder of Burrans Management Pty Limited and together with his wife is a beneficiary of the Fund.</p> <p>Daytono Pty Ltd as trustee for a Trust is the registered holder. James Philip Graham is a director of Daytono Pty Ltd and is not excluded as a beneficiary of the Trust.</p> <p>James Philip Graham has a relevant interest in shares registered in the name of his wife, Helen Graham.</p>

+ See chapter 19 for defined terms.

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Date of change	2 March 2020	
No. of securities held prior to change	Ordinary fully paid shares	
	Direct	10,802 shares
	Indirect:	449,386 shares comprising:
	Melsox Limited*	282,729 shares
	Velorne Pty Ltd*	114,308 shares
	Burrans Management Pty Limited as trustee for the Fund*	35,689 shares
	Daytono Pty Ltd as trustee for a Trust*	11,627 shares
	James Philip Graham has a relevant interest in shares registered in the name of his wife, Helen Graham.	5,033 shares
	*Refer to disclosure in Part 1 in relation to nature of indirect interests.	
Class	Ordinary fully paid shares	
Number acquired	40,000 (indirect)	
Number disposed	Nil	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$14.4752 average price per share (20,000 shares acquired by Velorne Pty Ltd) \$14.4756 average price per share (20,000 shares acquired by Burrans Management Pty Ltd)	

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No. of securities held after change	Ordinary fully paid shares	
	Direct	10,802 shares
	Indirect:	489,386 shares comprising:
	Melsox Limited*	282,729 shares
	Velorne Pty Ltd*	134,308 shares
	Burran Management Pty Limited as trustee for the Fund*	55,689 shares
	Daytono Pty Ltd as trustee for a Trust*	11,627 shares
	James Philip Graham has a relevant interest in shares registered in the name of his wife, Helen Graham.	5,033 shares
	*Refer to disclosure in Part 1 in relation to nature of indirect interests.	
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 purchase by Burran Management Pty Limited of 20,000 shares and on-market purchase by Velorne Pty Ltd of 20,000 shares.	

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

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No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

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