

# 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

<b>Name of entity</b>	DuluxGroup Limited
<b>ABN</b>	42 133 404 065

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>	Peter Kirby
<b>Date of last notice</b>	21 November 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.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Ordinary Shares allocated on vesting of Share Rights held by the DuluxGroup Employees Share Plan Trust under the Sacrifice Share Acquisition Plan.
<b>Date of change</b>	25 May 2017
<b>No. of securities held prior to change</b>	1. 130,000 Ordinary Shares (direct) 2. 15,829 Ordinary Shares (indirect) 3. 34,266 Share Rights (direct)
<b>Class</b>	Ordinary Shares and Share Rights granted under the terms of the DuluxGroup Sacrifice Share Acquisition Plan.
<b>Number acquired</b>	1. 34,266 Ordinary Shares (indirect) (allocated on vesting of Share Rights) 2. 31,055 Share Rights (direct)
<b>Number disposed</b>	34,266 Share Rights vested into Ordinary Shares (indirect)
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	1. \$6.07 per Ordinary Share 2. Nil consideration for Share Rights

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	<ol style="list-style-type: none"> <li>1. 130,000 Ordinary Share (direct)</li> <li>2. 50,095 Ordinary Shares (indirect)</li> <li>3. 31,055 Share Rights (direct)</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>	<ol style="list-style-type: none"> <li>1. Vesting of Share Rights to Ordinary Shares on a 1:1 basis under the terms of the DuluxGroup Sacrifice Share Acquisition Plan which are held by the DuluxGroup Employees Share Plan Trust.</li> <li>2. Grant of Share Rights under the terms of the DuluxGroup Sacrifice Share Acquisition Plan as part of the non-executive director remuneration.</li> </ol>

### 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

### Part 3 – +Closed period

<b>Were the interests 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 this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

Simon Black  
 General Counsel & Company Secretary  
 29 May 2017

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