

# 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: Cellnet Group Limited</b> |
| <b>ABN: 97 010 721 749</b>                   |

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>    | Elliott Kaplan  |
| <b>Date of last notice</b> | 3 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><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Kaplan Family Superannuation Fund A/C (trustee of super fund of which director is a member) |
| <b>Date of change</b>   | 16 January 2017   |
| <b>No. of securities held prior to change</b>   | Direct – 1,200,000 unlisted options<br>Indirect – 133,779 ordinary shares                   |
| <b>Class</b>  | Direct - unlisted options<br>Indirect – ordinary shares                                     |
| <b>Number acquired</b>  | Nil   |
| <b>Number disposed</b>  | 1,200,000 unlisted options<br>110,036 ordinary shares                                       |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | Ordinary shares - \$31,090.08<br>Options - \$36,000   |
| <b>No. of securities held after change</b>  | <b>Fully paid ordinary shares</b><br>Indirect – 22,743                                      |

+ See chapter 19 for defined terms.

For personal use only

**Appendix 3Y**  
**Change of Director's Interest Notice**

|  |  |
|--|--|
| <p><b>Nature of change</b><br/>         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Ordinary shares – sale of shares pursuant to acceptance of proportional takeover offer by Wentronic Holding GmbH<br/>         Unlisted options – sale of options to Messrs Michael Wendt, Brian Danos and Kevin Gilmore</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.

|   |     |
|---|-----|
| <b>Detail of contract</b>   | Nil |
| <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><br><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><br><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>   |    |
| <b>If prior written clearance was provided, on what date was this provided?</b>  |    |

+ See chapter 19 for defined terms.

For personal use only