

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	COUNTPLUS LIMITED
ABN	11 126 990 832

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	Phillip Aris
Date of last notice	23 December 2015

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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	2016 Long Term Incentive Plan (LFS) 305,960 Loan Funded Shares issued to an employee share trust on behalf of Phil Aris. The Loan Funded Shares (LFS) were issued to Phil Aris following shareholder approval at the 2016 Annual General Meeting (AGM), subject to satisfaction of vesting conditions as specified in the Notice of Meeting.
Date of change	21 November 2016
No. of securities held prior to change	451,308 (371,165 Loan Funded shares issued in 2015 to an employee share trust on behalf of Phil Aris and 80,143 fully paid shares)
Class	ORDINARY SHARES
Number acquired	305,960
Number disposed	NIL

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$250,000
No. of securities held after change	757,268 (677,125 LFS and 80,143 fully paid 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	Employee Loan Funded Share plan, 85,772 on market trade and 220,188 from shares already held by the employee share trust.

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

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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