

# 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 30/9/2001. 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>	Patrick Houlihan
<b>Date of last notice</b>	21 December 2011

### **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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	19 December 2012
<b>No. of securities held prior to change</b>	144,322 (direct) and 1,854,398 (direct and held pursuant to the terms of the Company's Long Term Equity Incentive Plan (LTEIP))
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	612,021 issued and held pursuant to the terms of the Company's 2012 LTEIP offer
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$3.70 (being the weighted average price of DuluxGroup fully paid ordinary shares in the 5 trading days from 11 December 2012 to 17 December 2012, in accordance with the LTEIP rules)

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	144,322 (direct) and 2,466,419 (direct and held pursuant to the terms of the LTEIP)
<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>	Issue of securities pursuant to the terms of the 2012 LTEIP offer as summarised in the Notice of Meeting for the Company's 2012 Annual General Meeting

**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  
 21 December 2012

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