

## 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.

<b>Name of entity</b>	1300 Smiles Limited
<b>ABN</b>	91 094 508 166

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>	Daryl Shane Holmes
<b>Date of last notice</b>	14 September 2007

**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>	<b>Indirect</b>
<p><b>Nature of indirect interest (including registered holder)</b>  <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small></p> <p>Daryl Holmes as trustee for the TFD Hybrid Fixed Trust</p> <p>Golden Arch (QLD) Pty Ltd as trustee for the Whistler Discretionary Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the TFD Hybrid Fixed Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the Daryl Holmes Superannuation Fund</p> <p>Lisa Holmes &lt;The Three Islands Account&gt;</p> <p>Lisa Graham (Maiden name)</p>	<p>Director is a trustee</p> <p>Director is a trustee</p> <p>Director is a trustee</p> <p>Director is a trustee</p> <p>Wife of Director</p> <p>Wife of Director</p>
<b>Date of change</b>	23 November 2007

+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p> <p>Daryl Holmes as trustee for the TFD Hybrid Fixed Trust</p> <p>Golden Arch (QLD) Pty Ltd as trustee for the Whistler Discretionary Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the TFD Hybrid Fixed Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the Daryl Holmes Superannuation Fund</p> <p>Lisa Holmes &lt;The Three Islands Account&gt;</p> <p>Lisa Graham</p> <p><b>Total</b></p>	<p>14,352,137 ONT (Ordinary)</p> <p>470,600 ONT (Ordinary)</p> <p>265,402 ONT (Ordinary)</p> <p>100,000 ONT (Ordinary)</p> <p>7,500 ONT (Ordinary) *</p> <p>2,500 ONT (Ordinary) *</p> <p><b>15,198,139 ONT (Ordinary)</b></p>
<p><b>Class</b></p>	<p>Ordinary</p>
<p><b>Number acquired</b></p> <p>Lisa Holmes &lt;The Three Islands Account&gt;</p>	<p>785 ONT (Ordinary)</p>
<p><b>Number disposed</b></p>	<p>Nil</p>
<p><b>Value/Consideration</b></p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$2,237.25</p>
<p><b>No. of securities held after change</b></p> <p>Daryl Holmes as trustee for the TFD Hybrid Fixed Trust</p> <p>Golden Arch (QLD) Pty Ltd as trustee for the Whistler Discretionary Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the TFD Hybrid Fixed Trust</p> <p>Ashbourne Park Pty Ltd as trustee for the Daryl Holmes Superannuation Fund</p> <p>Lisa Holmes &lt;The Three Islands Account&gt;</p> <p>Lisa Graham</p> <p><b>Total</b></p>	<p>14,352,137 ONT (Ordinary)</p> <p>470,600 ONT (Ordinary)</p> <p>265,402 ONT (Ordinary)</p> <p>100,000 ONT (Ordinary)</p> <p>8,285 ONT (Ordinary)</p> <p>2,500 ONT (Ordinary)</p> <p><b>15,198,924 ONT (Ordinary)</b></p>
<p><b>Nature of change</b></p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On-market trade</p>

\* Securities previously undisclosed due to Director being unaware of the holdings.

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

DP Cornish  
Company Secretary  
30 November 2007

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