

# 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> 1300SMILES 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>	17 June 2008

### 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	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>  Daryl Holmes as trustee for the TFD Hybrid Fixed Trust  Golden Arch (Qld) Pty. Ltd. as trustee for the Whistler Discretionary Trust  Ashbourne Park Pty. Ltd. as trustee for the TFD Hybrid Fixed Trust  Ashbourne Park Pty. Ltd. as trustee for the Daryl Holmes Superannuation Fund  Lisa Holmes	Director is a trustee  Director is a trustee  Director is a trustee  Director is a trustee  Wife of Director
<b>Date of change</b>	14 May 2010

+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b>	
Daryl Holmes as trustee for the TFD Hybrid Fixed Trust	14,352,137
Golden Arch (Qld) Pty. Ltd. as trustee for the Whistler Discretionary Trust	478,885
Ashbourne Park Pty. Ltd. as trustee for the TFD Hybrid Fixed Trust	265,402
Ashbourne Park Pty. Ltd. as trustee for the Daryl Holmes Superannuation Fund	100,000
Lisa Holmes	2,500
<b>Total</b>	<b>15,198,924</b>
<b>Class</b>	Ordinary
<b>Number acquired</b>	
Golden Arch (Qld) Pty. Ltd. as trustee for the Whistler Discretionary Trust	2,500
<b>Number disposed</b>	
Golden Arch (Qld) Pty. Ltd. as trustee for the Whistler Discretionary Trust	387,195
Ashbourne Park Pty. Ltd. as trustee for the Daryl Holmes Superannuation Fund	100,000
Lisa Holmes	2,500
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$1,412,866 [on market disposal] \$7,250 [off market transfer]

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<b>No. of securities held after change</b>	
Daryl Holmes as trustee for the TFD Hybrid Fixed Trust	14,352,137
Golden Arch (Qld) Pty. Ltd. as trustee for the Whistler Discretionary Trust	94,190
Ashbourne Park Pty. Ltd. as trustee for the TFD Hybrid Fixed Trust	265,402
Ashbourne Park Pty. Ltd. as trustee for the Daryl Holmes Superannuation Fund	nil
Lisa Holmes	nil
<b>Total</b>	<b>14,711,729</b>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade – 487,195 Off market trade – 2,500

**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>	Nil
<b>Name of registered holder (if issued securities)</b>	Nil
<b>Date of change</b>	Nil
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	Nil
<b>Interest acquired</b>	Nil
<b>Interest disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Nil

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<b>Interest after change</b>	Nil
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William Bass  
Company Secretary  
17 May 2010

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