

# 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>	InvoCare Limited
<b>ABN</b>	42 096 437 393

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>	Andrew Robin Smith
<b>Date of last notice</b>	6 January 2009

### 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Indirect interest relates to Shares held in trust by IVC Employee Share Plan Managers Pty Ltd as trustee for InvoCare Deferred Employee Share Plan
<b>Date of change</b>	2 March 2009
<b>No. of securities held prior to change</b>	Direct - 6,700 Ordinary Shares Indirect - 33,408 Ordinary Shares
<b>Class</b>	Ordinary
<b>Number acquired</b>	Direct - Nil Indirect - 35,921 Ordinary Shares
<b>Number disposed</b>	Direct - Nil Indirect - Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	No consideration paid. Value estimated at \$4.87 per share based on VWAP of total shares acquired by IVC Employee Share Plan Managers Pty Ltd as trustee for InvoCare Deferred Employee Share Plan.
<b>No. of securities held after change</b>	Direct - 6,700 Ordinary Shares Indirect - 69,329 Ordinary Shares

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<p><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</p>	<p>Shares granted in accordance with Service Agreement which, until vesting, will be held indirectly by IVC Employee Share Plan Managers Pty Ltd as trustee for InvoCare Deferred Employee Share Plan.</p>
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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>	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
<p><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</p>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	N/A
<b>Interest after change</b>	N/A

Phillip Friery, Company Secretary, 5 March 2009

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