

Appendix 3Y

CHANGE OF DIRECTOR'S INTEREST NOTICE

Rule 3.19A.2



Name of entity

Bulletproof Group Limited

ABN

84 148 162 092

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	Lorenzo Modesto
Date of last notice	24 January 2014

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Domains and Web Pty Ltd, of which Lorenzo Modesto is a shareholder
Date of change	1 September 2014
No. of securities held prior to change	13,298,864 Ordinary Shares 5,449,658 Class A Performance Shares 8,174,487 Class B Performance Shares
Class	Ordinary Shares
Number acquired	5,449,658
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Class A Performance Shares to be converted 1 for 1 to issued shares in the Company in consideration for the Share Sale Agreement signed between Spencer Resources Limited and Bulletproof Networks Pty Ltd shareholders dated 26 October 2013.

No. of securities held after change	18,748,522 Ordinary Shares 8,174,487 Class B Performance 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	Conversion of class A Performance Shares into Ordinary Shares

Part 2 – Change of director's interests in contracts

Not applicable

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

Sign here:

Kylie Turner
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Company Secretary

Date: 1 September 2014

Print name:

Kylie Turner

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