

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 30/09/01 Amended 01/01/11

Name of entity First Growth Funds Limited
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ABN 34 006 648 835

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	Geoff Barnes
Date of last notice	8 August 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 Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	GEBA Pty Ltd atf Geba Family A/C. Geoff Barnes is a director and shareholder of GEBA Pty Ltd. GXB Pty Ltd. Geoff Barnes is a director and shareholder of GEBA Pty Ltd.
Date of change	29 August 2014
No. of securities held prior to change	GEBA Pty Ltd atf Geba Family A/C held: 26,800,000 ordinary fully paid shares GXB Pty Ltd held: 22,500,000 ordinary fully paid shares

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Appendix 3Y
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Class	<p>Ordinary fully paid shares.</p> <p>“Series B” options exercisable at \$0.02 per share within 7 days of expiry of the options, which will be 3 years from the date the Company is reinstated to ASX trading.</p>
Number acquired	<p>GEBA Pty Ltd atf Geba Family A/C acquired:</p> <p>6,000,000 ordinary fully paid shares.</p> <p>6,000,000 “Series B” options exercisable at \$0.02 per share within 7 days of expiry of the options, which will be 3 years from the date the Company is reinstated to ASX trading.</p> <p>GXB Pty Ltd acquired no securities.</p>
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>Ordinary Shares - \$600</p> <p>“Series B” Options - NIL</p>
No. of securities held after change	<p>GEBA Pty Ltd atf Geba Family A/C holds:</p> <p>32,800,000 ordinary fully paid shares.</p> <p>6,000,000 “Series B” options exercisable at \$0.02 per share within 7 days of expiry of the options, which will be 3 years from the date the Company is reinstated to ASX trading.</p> <p>GXB Pty Ltd holds :</p> <p>22,500,000 ordinary fully paid shares.</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<p>Issue pursuant to Resolution 4 approved at the General Meeting held 30 July 2014.</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.

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

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?	N/A
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

+ See chapter 19 for defined terms.

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