

# 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>	Country Road Limited
<b>ABN</b>	78 006 759 182

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>	Mr Simon Susman
<b>Date of last notice</b>	17 September 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>	Refer attachment
<b>Nature of interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Refer attachment
<b>Date of change</b>	Refer attachment
<b>No. of securities held prior to change</b>	Refer attachment
<b>Class</b>	Refer attachment
<b>Number acquired</b>	Refer attachment
<b>Number disposed</b>	Refer attachment
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer attachment
<b>No. of securities held after change</b>	Refer attachment
<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	Refer attachment

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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>	
<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>	

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**ATTACHMENT - MR SIMON SUSMAN**

**Nature of Interest: Indirect beneficial**

Shares in Woolworths Holdings Limited (a South African company which is listed on the Main Board of the JSE Securities Exchange South Africa) (**WHL**) held by a family trust in the Woolworths Holdings Share Trust, and shares in WHL held by Versim Investments (Pty) Ltd. WHL is the ultimate holding company of Country Road Limited.

Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
30-09-2003	Shares held in WHL as at date of last notice				10,985,372
01-12-2004	<b>Awarded</b> shares in WHL in terms of the share purchase scheme	10.59	440,755		11,426,127
29-03-2005	<b>Sold</b> shares in WHL	10.46		717,468	10,708,659
24-08-2005	<b>Awarded</b> shares in WHL in terms of the share purchase scheme	11.31	412,697		11,121,356
23-08-2006	<b>Awarded</b> shares in WHL in terms of the share purchase scheme	13.30	378,947		11,500,303
05-10-2006	<b>Awarded</b> shares in WHL in terms of the share purchase scheme	13.71	1,094,092		12,594,395
08-12-2008	<b>Sold</b> shares in WHL	11.75		680,039	11,914,356
09-12-2008	<b>Sold</b> shares in WHL	11.82		100,000	11,814,356
10-03-2010	<b>Sold</b> shares in WHL	22.34		320 000	11,494,356
11-03-2010	<b>Sold</b> shares in WHL	22.36		980 000	10,514,356

**Nature of Interest: Direct beneficial**

Holder of shares in WHL, which include shares issued pursuant to the Woolworths Holdings Share Trust Deferred Bonus Plan.

Date	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Shares
30-09-2003	Shares held in WHL as at date of last notice				15
20-10-2008	<b>Acquired</b> shares in WHL subject to the terms of WHL's Deferred Bonus Plan	11.95	62,241		62,256
31-08-2009	<b>Acquired</b> shares in WHL subject to the terms of WHL's Deferred Bonus Plan	15.67	49,498		111 754

**Nature of Interest: Direct beneficial**

Holder of rights to shares in WHL granted in terms of the Woolworths Holdings Share Trust Share Appreciation Rights Scheme.

Date of acceptance	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Rights
30-04-2008	<b>Acquired</b> rights to shares in WHL	10.26 <sup>1</sup>	176,392		176,392
20-10-2008	<b>Acquired</b> rights to shares in WHL	10.24 <sup>1</sup>	176,540		352,932
14-09-2009	<b>Acquired</b> rights to shares in WHL	15.00	140,526		493,458

Note:

<sup>1</sup> A special dividend of 94 cents was paid to ordinary shareholders on 15 December 2008. According to the rules of the trust, in the event of a variation in share capital, an adjustment may be made to the grant price to place participants in the same economic position as they were prior to the variation in share capital. The adjustment made was calculated by PricewaterhouseCoopers, the independent experts appointed by the Board.

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**Nature of Interest: Direct beneficial**

Holder of conditional share awards in WHL issued pursuant to the Woolworths Holdings Share Trust Long Term Incentive Plan.

Date of acceptance	Nature of Change	Price in ZAR	Number Acquired	Number Disposed	Total No. of Grants
30-04-2008	<b>Acquired</b> conditional awards in shares in WHL	11.95	299,867		299,867
30-04-2008	<b>Acquired</b> conditional awards in shares in WHL	11.95	25,258 <sup>1</sup>		325,125
20-10-2008	<b>Acquired</b> conditional awards in shares in WHL	11.94	300,118		625,243
20-10-2008	<b>Acquired</b> conditional awards in shares in WHL	11.94	25,280 <sup>1</sup>		650,523
14-09-2009	<b>Acquired</b> conditional awards in shares in WHL	15.00	238,894		889,417

Notes:

- <sup>1</sup> A special dividend of 94 cents was paid to ordinary shareholders on 15 December 2008. According to the rules of the trust, in the event of a variation in share capital, an adjustment may be made to the number of grants issued in order to place participants in the same economic position as they were prior to the variation in share capital. The adjustment made was calculated by PricewaterhouseCoopers, the independent experts appointed by the Board.

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