

# 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 VDM Group Limited
ABN 95 109 829 334

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	Dr Dongyi Hua
Date of last notice	3 December 2013

### 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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	H&H Holdings Australia Pty Ltd (Dr Dongyi Hua is owner and controller of this company)
Date of change	28 January 2014
No. of securities held prior to change	685,110,975
Class	Ordinary Fully Paid Shares
Number acquired	400,000,000
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Acceptance of Non Renounceable Rights Issue entitlement at \$0.01 per share.
No. of securities held after change	1,085,110,976

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+ See chapter 19 for defined terms.

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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>Issue of 400,000,000 ordinary shares to H&amp;H Holdings Australia Pty Ltd on acceptance of Non Renounceable Rights Issue entitlement at \$0.01 per share.</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	Nil
Nature of interest	Nil
Name of registered holder (if issued securities)	Nil
Date of change	Nil
<p>No. and class of securities to which interest related prior to change</p> <p>Note: Details are only required for a contract in relation to which the interest has changed</p>	Nil
Interest acquired	Nil
Interest disposed	Nil
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and an estimated valuation</p>	Nil
Interest after change	Nil

**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?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	VDM's Prospectus dated 10 December 2013 advised that all eligible directors would be accepting their entitlements in the Rights Issue.
If prior written clearance was provided, on what date was this provided?	10 December 2013

+ See chapter 19 for defined terms.