

Change of Director's Interests

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Introduction

To ensure the efficient processing of this form by NSX, please:

1. Adhere to the suggested number of the annexures required by this form.
2. Complete **all** statements and questions in this form. (NSX can provide an electronic version of this form on request).



Change of Director's Interest Notice

Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.

Name of entity Ricegrowers Limited ABN 55 007 481 156
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We (the entity) give NSX the following information under section 205G of the Corporations Act.

Name of Director	Robert Francis Gordon
Date of last notice	10 July 2018

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest	No change
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	No change
No. of securities held prior to change	N/A
Class	N/A
Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	No change
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	N/A

Part 2 – Change of director's interests in contracts

Detail of contract	FY19-FY21 LTI grant invitation, dated 28 June 2018 made under the Employee Share Plan
Nature of interest	Award of B Class share rights pursuant to the FY19-FY21 LTI grant made under the Employee Share Plan (FY19 LTI Share Rights)
Name of registered holder (if issued securities)	N/A
Date of change	28 June 2018
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	507,932 FY19 LTI Share Rights, which would entitle Mr Gordon to receive 507,932 fully paid B Class Shares on satisfaction of the performance hurdles applicable to the grant. The performance period is FY19-FY21.
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	No cash consideration was paid by Mr Gordon for the grant of the FY19 LTI Share Rights or will be payable for the B Class Shares that he is entitled to receive on the vesting of the Rights (assuming the performance hurdles are met). However, the B Class Share price which was used for the purposes of calculating the number of FY19 LTI Share Rights was \$5.82 (being the VWAP calculated over the 5 days on which B Class Shares were traded on the NSX prior to 28 June 2018 (the effective grant date of the FY19 LTI Share Rights)).
Interest after change	101,726 B Class Shares – Registered holder is Pacific Custodians Pty Limited as Trustee of the Ricegrowers Limited Employee Share Trust. Mr Gordon has a beneficial interest in these shares 507,932 FY19 LTI Share Rights