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Carbon Conscious Limited ABN 20 129 035 221

7 May 2010

Company Announcements Office
Australian Securities Exchange
10th Floor
20 Bond Street
SYDNEY NSW 2000

ANNOUNCEMENT NUMBER 74

Via: ASX Online

Number of Pages: 6 (including this page)

ASX Code: CCF

Dear Sir,

ASX Announcement No 74 – Change of Director’s Interest Notice

Please find attached Appendix 3Y (Change of Director’s Interest Notice) relating to the holdings of Michael Graham Shields, a non-executive director of Carbon Conscious Limited as at 28 April 2010.

Yours sincerely

Carbon Conscious Limited

Tim Jones

Company Secretary

encl.

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.

Name of entity CARBON CONSCIOUS LIMITED
ABN 20 129 035 221

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	MICHAEL GRAHAM SHIELDS
Date of last notice	07/12/2009

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.

Direct or indirect interest	DIRECT
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+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p><u>Indirect 1</u> Shares held by Amanda Joy Shields, spouse of Mr Shields.</p> <p><u>Indirect 2</u> Shares held by Ben Shields, son of Mr Shields.</p> <p><u>Indirect 3</u> Shares held by The AM Super Fund, a trust Mr Shields has an equitable interest in.</p> <p><u>Indirect 4</u> Shares held by Glenvar Pty Ltd, a company Mr Shields has an equitable interest in.</p> <p><u>Indirect 5</u> Shares held by Glenvar Mulch Pty Ltd, a company Mr Shields has an equitable interest in.</p> <p><u>Indirect 6</u> Shares held by Glenvar Hay Pty Ltd, a company Mr Shields has an equitable interest in.</p> <p><u>Indirect 7</u> Shares held by AG Components Pty Ltd, a company Mr Shields has an equitable interest in.</p> <p><u>Indirect 8</u> Shares held by AJ Shields and MG Shields <The Glenvar A/C>, a trust Mr Shields has an equitable interest in.</p>
<p>Date of change</p>	<p>28/04/2010</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	<p><u>Direct</u> 241,335 fully paid ordinary shares</p> <p>300,000 director options exercisable at \$0.58 on or before 31 December 2011 which shall not vest before 26 June 2010.</p> <p><u>Indirect 1</u> 256,250 fully paid ordinary shares</p> <p><u>Indirect 2</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 3</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 4</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 5</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 6</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 7</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 8</u> 5,000 fully paid ordinary shares</p>
Class	Fully paid ordinary shares
Number acquired	52,966
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$7,415.24

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held after change</p>	<p><u>Direct</u> 294,301 fully paid ordinary shares</p> <p>300,000 director options exercisable at \$0.58 on or before 31 December 2011 which shall not vest before 26 June 2010.</p> <p><u>Indirect 1</u> 256,250 fully paid ordinary shares</p> <p><u>Indirect 2</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 3</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 4</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 5</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 6</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 7</u> 5,000 fully paid ordinary shares</p> <p><u>Indirect 8</u> 5,000 fully paid ordinary shares</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On-market Trade</p>

+ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.