

2 July 2010

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

ANNOUNCEMENT NUMBER 85

Via: ASX Online

Number of Pages: 4 (including this page)

ASX Code: CCF

Dear Sir

ASX Announcement No. 85 – Resignation of Non-executive Director & Final Director’s Interest Notice

Carbon Conscious Limited (ASX: CCF) has today announced a change to its Board of Directors.

Due to personal reasons, Mr Michael Graham Shields has resigned as a Non-executive Director effective 2 July 2010.

Carbon Conscious Acting Chairman, Mr Steve Lowe, said: “Mike Shields has been a strong contributor to the Company during his time as a director. We will miss his presence on the Board but understand his decision to prioritise his time on other matters. On behalf of Carbon Conscious I would like to thank Mr Shields for his efforts in the Company and I wish him all the best in his future endeavours.”

A copy of Mr Shields’ Appendix 3Z (Final Director’s Interest Notice) is attached.

Yours faithfully



Tim Jones
Company Secretary
Carbon Conscious

Appendix 3Z

Final 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.3 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	02/07/2010
Date that director ceased to be director	02/07/2010

Part 1 – Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities Direct 2,291,452 fully paid ordinary shares 300,000 director options exercisable at \$0.58 on or before 31 December 2011 which shall not vest before 26 June 2010.
--

+ See chapter 19 for defined terms.

Appendix 3Z
Final Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of securities
Note: Provide details of the circumstances giving rise to the relevant interest	
<u>Indirect 1</u> Shares held by Amanda Joy Shields, spouse of Mr Shields.	<u>Indirect 1</u> 256,250 fully paid ordinary shares
<u>Indirect 2</u> Shares held by Ben Shields, son of Mr Shields.	<u>Indirect 2</u> 7,500 fully paid ordinary shares
<u>Indirect 3</u> Shares held by AM Superannuation Fund, a trust Mr Shields has an equitable interest in.	<u>Indirect 3</u> 7,500 fully paid ordinary shares
<u>Indirect 4</u> Shares held by Glenvar Pty Ltd, a company Mr Shields has an equitable interest in.	<u>Indirect 4</u> 7,500 fully paid ordinary shares
<u>Indirect 5</u> Shares held by Glenvar Mulch Pty Ltd, a company Mr Shields has an equitable interest in.	<u>Indirect 5</u> 5,000 fully paid ordinary shares
<u>Indirect 6</u> Shares held by Glenvar Hay Pty Ltd, a company Mr Shields has an equitable interest in.	<u>Indirect 6</u> 7,500 fully paid ordinary shares
<u>Indirect 7</u> Shares held by AG Components Pty Ltd, a company Mr Shields has an equitable interest in.	<u>Indirect 7</u> 7,500 fully paid ordinary shares
<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.	<u>Indirect 8</u> 7,500 fully paid ordinary shares

+ See chapter 19 for defined terms.

Part 3 – Director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

+ See chapter 19 for defined terms.