

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

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| Total Face Group Limited |
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| ABN: 43 169 177 833 |
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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.

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| Name of Director | Christine Parkes |
| Date of last notice | 27 September 2018 |

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.

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| Direct or indirect interest | Direct and Indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | 51,725,552 fully paid ordinary shares at \$0.05 issued as consideration for the company's acquisition of The Giving Brands Company Pty Ltd. Shares held in the name of GBC Investments Pty Ltd. |
| Date of change | 8 October 2018 |

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| No. of securities held prior to change | nil |
| Class | Fully Paid Ordinary Shares 50% held in escrow for 12 months 50% held in escrow for 24 months |
| Number acquired | 51,725,552 |
| Number disposed | NIL |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Number of shares issued to GBC Investments determined by the total number of shares on issue at the time at \$0.05 per share per Share Sale & Purchase Agreement. |
| No. of securities held after change | 51,725,552 fully paid ordinary shares held in the name of GBC Investments Pty Ltd |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | As consideration for the acquisition of The Giving Brands Company Pty Ltd. |

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.

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| Detail of contract | n/a |
| 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 Note: Details are only required for a contract in relation to which the interest has changed | |
| Interest acquired | |
| Interest disposed | |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | |
| Interest after change | |

+ See chapter 19 for defined terms.

Part 3 – +Closed period

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| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | No |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

+ See chapter 19 for defined terms.