

*Rule 3.19A.2*

# 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	Audio Pixels Holdings Limited
ABN	95 092 708 364

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	Frederick Bart
Date of last notice	19 June 2012

### 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 and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Fred Bart is a director and indirect shareholder of Landed Investments (NZ) Limited, 4F Investments Pty Limited, Bart Superannuation Pty Limited and Security & Equity Resources Limited
Date of change	22 June 2012
No. of securities held prior to change	3,620,031 Ordinary shares – Landed Investments (NZ) Limited 390,880 Ordinary shares – Bart Superannuation Pty Limited 25 Ordinary shares – 4F Investments Pty Limited 34,089 Ordinary shares - Security & Equity Resources Limited 1,244,325 Ordinary shares – direct holding
Class	Fully paid ordinary shares
Number acquired	1,700
Number disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$8,730

+ See chapter 19 for defined terms.

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No. of securities held after change	3,620,031 Ordinary shares – Landed Investments (NZ) Limited 392,580 Ordinary shares – Bart Superannuation Pty Limited 25 Ordinary shares – 4F Investments Pty Limited 34,089 Ordinary shares- Security & Equity Resources Limited 1,244,325 Ordinary shares – direct holding
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On market purchases

**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.

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

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
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<sup>+</sup> See chapter 19 for defined terms.

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If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

25 June 2012

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+ See chapter 19 for defined terms.