



CO2 Group Limited

ABN 50 009 317 846
Level 11 225 St Georges Terrace
Perth Western Australia 6000
PO Box 7312 Cloisters Square
Perth Western Australia 6850
Phone (08) 9321 4111
Facsimile: (08) 9321 4411
www.co2australia.com.au

Our Ref: CO2 ASX Announce Appendix 3Y HRW 24-11-08 (245)

ANNOUNCEMENT NUMBER 245

24 November 2008

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

By: ASX Online
Number of pages: 3
(including this page)

Dear Sir

Change in Director's Interests – Harley Whitcombe

Following is Change of Director's Interests Notice for Harley Whitcombe.

Yours faithfully

Harley Whitcombe
Company Secretary



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 CO2 GROUP LIMITED
ABN 50 009 317 846

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	Harley Ronald Whitcombe
Date of last notice	23 May 2008

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.

Change Number 1

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Name of Holder: 1. City Lane Pty Ltd as trustee of the Whitcombe Family Trust and 2. City Lane Pty Ltd as trustee of the Harley Ronald Whitcombe Superannuation Fund Nature of Interest of Director: As beneficiary of the Family Trust and Superannuation Fund
Date of change	24 November 2008
No. of securities held prior to change	1. 6,553,000 2. 1,061,677
Class	Ordinary Shares
Number acquired	1. 47,000 2. 38,323
Number disposed	1. 0 2. 0
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	1. \$9,902.95 2. \$8,265.06
No. of securities held after change	1. 6,600,000 2. 1,100,000
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	1. On market purchases 2. On market purchases

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Change Number 2

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Name of Holder: 1. City Lane Pty Ltd as trustee of the Whitcombe Family Trust) Nature of Interest of Director: As beneficiary of the Family Trust
Date of change	24 November 2008
No. of securities held prior to change	4,145,157
Class	Options
Number acquired	0
Number disposed	0
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/a
No. of securities held after change	4,145,157
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	N/a

+ See chapter 19 for defined terms.