

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 30/9/2001.

<b>Name of entity</b>	HIGHLANDS PACIFIC LIMITED
<b>ABN</b>	078 118 653

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.

<b>Name of Director</b>	Michael Geoffrey Carroll
<b>Date of last notice</b>	28 March 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Carroll Family Superannuation Fund (MG & EA Enterprises Pty Ltd)
<b>Date of change</b>	28 May 2008
<b>No. of securities held prior to change</b>	Nil
<b>Class</b>	Ordinary Fully Paid Shares
<b>Number acquired</b>	304,307
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$39,995.07
<b>No. of securities held after change</b>	304,307
<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 trade.

+ See chapter 19 for defined terms.