

# ASX Announcement

23 December 2005

Company Announcements Office  
Australian Stock Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000



## **APPENDIX 3Y**

Please find the attached documents for release to the market.

Yours sincerely

A handwritten signature in black ink that reads "Thomson". The signature is written in a cursive style and is positioned above the printed name.

**Tania Thomson**  
Company Secretary

*"Discover the UCW Home Shopping Experience"*

PO Box 1000 Castle Hill NSW 1765 Australia  
**Ph: (02) 8853 2800** Fax: (02) 8853 2899 Email: [investor@ucw.com.au](mailto:investor@ucw.com.au) Website [www.ucw.com.au](http://www.ucw.com.au)



**UnderCoverWear**

# 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>	UnderCoverWear Limited
<b>ABN</b>	85 108 962 152

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>	John Everett
<b>Date of last notice</b>	3 November 2005

### 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>	Registered holder – John H. Everett Investments Pty Limited for Everett Family Settlement A/c (No change in ultimate beneficial ownership, shares will remain in escrow until 20 September 2006)
<b>Date of change</b>	23 December 2005
<b>No. of securities held prior to change</b>	Nil (2,000,000 shares held by Mr John Everett & Ms Sonya Everett for Everett Family Settlement A/c)
<b>Class</b>	Ordinary shares each fully paid
<b>Number acquired</b>	2,000,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,200,000
<b>No. of securities held after change</b>	2,000,000

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<p><b>Nature of change</b>          Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off-market trade</p>
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**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.

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

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<b>Date of last notice</b>	3 November 2005

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*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>	Registered holder – Catherine Everett Investments Pty Limited for Everett Family Settlement A/c (No change in ultimate beneficial ownership, shares will remain in escrow until 20 September 2006)
<b>Date of change</b>	23 December 2005
<b>No. of securities held prior to change</b>	Nil (2,000,000 shares held by Mr John Everett & Ms Sonya Everett for Everett Family Settlement A/c)
<b>Class</b>	Ordinary shares each fully paid
<b>Number acquired</b>	2,000,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,200,000
<b>No. of securities held after change</b>	2,000,000

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<p><b>Nature of interest</b></p>	<p>N/A</p>
<p><b>Name of registered holder (if issued securities)</b></p>	<p>N/A</p>
<p><b>Date of change</b></p>	<p>N/A</p>
<p><b>No. and class of securities to which interest related prior to change</b>          Note: Details are only required for a contract in relation to which the interest has changed</p>	<p>N/A</p>
<p><b>Interest acquired</b></p>	<p>N/A</p>
<p><b>Interest disposed</b></p>	<p>N/A</p>
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	<p>N/A</p>
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<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>	Registered holder – David Everett Investments Pty Limited for Everett Family Settlement A/c (No change in ultimate beneficial ownership, shares will remain in escrow until 20 September 2006)
<b>Date of change</b>	23 December 2005
<b>No. of securities held prior to change</b>	Nil (2,000,000 shares held by Mr John Everett & Ms Sonya Everett for Everett Family Settlement A/c)
<b>Class</b>	Ordinary shares each fully paid
<b>Number acquired</b>	2,000,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,200,000
<b>No. of securities held after change</b>	2,000,000

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<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>	Registered holder – Megan Everett Investments Pty Limited for Everett Family Settlement A/c (No change in ultimate beneficial ownership, shares will remain in escrow until 20 September 2006)
<b>Date of change</b>	23 December 2005
<b>No. of securities held prior to change</b>	Nil (2,000,000 shares held by Mr John Everett & Ms Sonya Everett for Everett Family Settlement A/c)
<b>Class</b>	Ordinary shares each fully paid
<b>Number acquired</b>	2,000,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,200,000
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