

.....

facsimile transmittal

To: Company Secretary, Bmdi
International Ltd

Fax: 1900 999 279

From: Andrew Fay

Date: 11/12/2007

Re: Change in Substantial Shareholder
Notice

Pages: 3

CC: Company Announcement Officer,
Australian Stock Exchange

☐ Urgent

☒ For Review

☐ Please Comment

☐ Please Reply

☐ Please Recycle

Attached is a copy of the Change in Substantial Shareholder Notice we have lodged today with the ASX. The original has been posted to you today.



Andrew Fay
Andrew Fay

.....

Notice of change of interests of substantial holder

To: **Bmdi International Limited**

ABN/ARSN **ABN 30 096 048 912**

To: **Australian Stock Exchange Limited**

1. Details of substantial shareholder

Name **Narelle and Andrew Fay.**

There was a change in the interests of the substantial holder on 11/12/2007.
The previous notice was dated 15/11/2007.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous notice c.o.b. PreviousNoticeCOBDate		Present notice c.o.b. InterestChangeDate	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Shares	15,060,255	15.40 %	19,060,255	18.73 %
			Total	18.73 %

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities	Person's votes
11/12/07	Narelle Fay	Buy, placement	\$50,000.00	1,000,000	See previous column.
11/12/07	Andrew Fay	Buy, placement	\$50,000.00	1,000,000	
11/12/07	Andrew Fay ATF <Andrew Fay Super Fund>	Buy, placement	\$100,000.00	2,000,000	

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class (ordinary shares unless stated) and number of securities	Person's Votes
Andrew Fay	Andrew Fay	Andrew Fay	Associate	7,676,043	See previous column.
Narelle Fay	Narelle Fay	Narelle Fay	Associate	7,834,212	
Andrew Fay ATF <Andrew Fay Super Fund>	See previous column	See previous column	Member/trustee	3,550,000	

5. Change in association

No change

6. Addresses

Name	Address
Andrew Fay	Level 2, 57 Grosvenor St Neutral Bay, 2089
Narelle Fay	Level 2, 57 Grosvenor St Neutral Bay, 2089



Signature

Name Andrew Fay

Date 11 Dec 2007