

# 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

<b>Name of entity</b> Orpheus Energy Limited
<b>ABN</b> 67 121 257 412

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>	David Smith
<b>Date of last notice</b>	4 August 2015

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Octopi Enterprises Pty Ltd (controlled by David Smith)  DAGIDOCH Pty Ltd atf the Smith Family Superannuation Fund (controlled by David Smith)  Gillian Smith (wife)  Dominic Smith (son)  Christian Smith (son)
<b>Date of change</b>	13 October 2017

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**Appendix 3Y**  
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<p><b>No. of securities held prior to change</b></p> <p><b>Direct</b></p> <p><b>Indirect</b></p> <p>Octopi Enterprises Pty Ltd (controlled by David Smith)</p> <p>DAGIDOCH Pty Ltd atf the Smith Family Superannuation Fund (controlled by David Smith)</p> <p>Gillian Smith (wife)</p> <p>Dominic Smith (son)</p> <p>Christian Smith (son)</p>	<p><b>Direct</b></p> <p>1,000,000 Fully Paid Ordinary Shares</p> <p><b>Indirect</b></p> <p>1,000,000 Fully Paid Ordinary Shares</p> <p>890,533 Fully Paid Ordinary Shares</p> <p>757,467 Fully Paid Ordinary Shares</p> <p>1,000 Fully Paid Ordinary Shares</p> <p>1,000 Fully Paid Ordinary Shares</p>
<p><b>Class</b></p>	<p>Fully Paid Ordinary Shares</p>
<p><b>Number acquired</b></p>	<p><b>Direct</b></p> <p>4,371,603</p> <p><b>Indirect</b></p> <p>886,014</p>
<p><b>Number disposed</b></p>	<p>Nil</p>
<p><b>Value/Consideration</b></p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$491,651.50</p>
<p><b>No. of securities held after change</b></p> <p><b>Direct</b></p> <p><b>Indirect</b></p> <p>Octopi Enterprises Pty Ltd (controlled by David Smith)</p> <p>DAGIDOCH Pty Ltd atf the Smith Family Superannuation Fund (controlled by David Smith)</p> <p>Gillian Smith (wife)</p> <p>Dominic Smith (son)</p> <p>Christian Smith (son)</p>	<p><b>Direct</b></p> <p>5,371,603 Fully Paid Ordinary Shares</p> <p><b>Indirect</b></p> <p>1,150,000 Fully Paid Ordinary Shares</p> <p>1,176,547 Fully Paid Ordinary Shares</p> <p>907,467 Fully Paid Ordinary Shares</p> <p>151,000 Fully Paid Ordinary Shares</p> <p>151,000 Fully Paid Ordinary Shares</p>

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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>Subscription for Fully Paid Ordinary Shares pursuant to the Share Purchase Plan contained in the Prospectus dated 1 September 2017 and pursuant to Resolutions Approvals received at the General Meeting of Orpheus Shareholders held on 29 August 2017.</p> <p>Conversion of a Director's Loan and Conversion of Notes pursuant to Resolutions Approvals received at the General Meeting of Orpheus Shareholders held on 29 August 2017.</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.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

### Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
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<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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