

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

Name of entity	TopBetta Holdings Limited
ABN	21 164 521 395

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	Matthew Cain
Date of last notice	16 March 2017

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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	23 June 2017
No. of securities held prior to change Matthew Lucas Cain Matthew Lucas Cain + Catherine Holly Cain < Indigo Investments S/F A/C > (Matthew Cain is a beneficiary of the trust)	1,500,000 Options exercisable at \$0.20 on or before 12 November 2018 (all subject escrow for 24 months from Official Quotation) 1,500,000 Options exercisable at \$0.30 on or before 16 March 2018 295,000 fully paid ordinary shares (all subject escrow for 24 months from Official Quotation)
Class	Fully paid ordinary shares

+ See chapter 19 for defined terms.

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Number acquired	20,000
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3,200 (\$0.16 per share).
No. of securities held after change Matthew Lucas Cain Matthew Lucas Cain + Catherine Holly Cain < Indigo Investments S/F A/C > (Matthew Cain is a beneficiary of the trust)	1,500,000 Options exercisable at \$0.20 on or before 12 November 2018 (all subject escrow for 24 months from Official Quotation) 1,500,000 Options exercisable at \$0.30 on or before 16 March 2018 295,000 fully paid ordinary shares (all subject escrow for 24 months from Official Quotation) 20,000 fully paid ordinary shares
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>	Issue of fully paid ordinary shares under the Share Purchase Plan on 23 June 2017.

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.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	

+ See chapter 19 for defined terms.

Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	NO
If so, was prior written clearance provided to allow the trade to proceed during this period?	NA
If prior written clearance was provided, on what date was this provided?	NA

⁺ See chapter 19 for defined terms.

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Name of entity	TopBetta Holdings Limited
ABN	21 164 521 395

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	Todd Buckingham
Date of last notice	18 December 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.

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>	N/A
Date of change	23 June 2017
No. of securities held prior to change Todd Cameron Buckingham Jo-Anne Buckingham <Buckingham Family A/C> (spouse of Todd Buckingham)	 2,977,258 fully paid ordinary shares (2,888,758 subject to escrow for 24 months from Official Quotation) 16,667,000 Options exercisable at \$0.25 on or before 12 November 2020 (all subject to performance milestones detailed in and escrow for 24 months from Official Quotation) 1,873,604 fully paid ordinary shares (1,304,549 shares subject to escrow for 24 months from Official Quotation)

+ See chapter 19 for defined terms.

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Class	Fully paid ordinary shares
Number acquired	20,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$3,200 (\$0.16 per share).
No. of securities held prior to change Todd Cameron Buckingham Jo-Anne Buckingham <Buckingham Family A/C> (spouse of Todd Buckingham)	2,977,258 fully paid ordinary shares (2,888,758 shares subject to escrow for 24 months from Official Quotation) 16,667,000 Options exercisable at \$0.25 on or before 12 November 2020 (all subject to performance milestones detailed in and escrow for 24 months from Official Quotation) 1,893,604 fully paid ordinary shares (1,304,549 shares subject to escrow for 24 months from Official Quotation)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of fully paid ordinary shares under the Share Purchase Plan on 23 June 2017.

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.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	

+ See chapter 19 for defined terms.

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Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

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

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Introduced 30/09/01 Amended 01/01/11

Name of entity	TopBetta Holdings Limited
ABN	21 164 521 395

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	Simon Dulhunty
Date of last notice	16 March 2017

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.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Bethanie Kate Swinson (spouse of Simon Dulhunty)
Date of change	23 June 2017
No. of securities held prior to change Simon John Dulhunty Bethanie Kate Swinson (spouse of Simon Dulhunty) Simon Dulhunty < Dulhunty Family A/C>	 1,500,000 Options exercisable at \$0.20 on or before 12 November 2018 (all subject escrow for 24 months from Official Quotation) 83,000 fully paid ordinary shares 1,500,000 Options exercisable at \$0.30 on or before 16 March 2018 146,438 fully paid ordinary shares (all subject escrow for 24 months from Official Quotation) 150,000 fully paid ordinary shares

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Class	Fully paid ordinary shares
Number acquired	40,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$6,400 (\$0.16 per share).
No. of securities held after change Simon John Dulhunty Bethanie Kate Swinson (spouse of Simon Dulhunty) Simon Dulhunty < Dulhunty Family A/C>	1,500,000 Options exercisable at \$0.20 on or before 12 November 2018 (all subject escrow for 24 months from Official Quotation) 103,000 fully paid ordinary shares 1,500,000 Options exercisable at \$0.30 on or before 16 March 2018 146,438 fully paid ordinary shares (all subject escrow for 24 months from Official Quotation) 20,000 fully paid ordinary shares 150,000 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of fully paid ordinary shares under the Share Purchase Plan on 23 June 2017.

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.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

+ See chapter 19 for defined terms.

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

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

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