

Appendix 3Y

Change of Director's Interest Notice

Rule 3.19A.2

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*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	Gooroo Ventures Limited
ABN	613 924 744

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	Donald Stephens
Date of last notice	24 October 2016

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) Note: Provide details of the circumstances giving rise to the relevant interest.	DCS Superannuation A/C
Date of change	23 February 2018
No. of securities held prior to change	(1) <u>DCS Superannuation A/C</u> 225,000 Ordinary Shares 31,250 Ordinary Shares escrowed for 24 month from 19 October 2016 (2) <u>JonEric Pty Ltd <Donald Stephens Family 2 A/C></u> 125,000 unlisted options, exercise price \$0.25, expiry date 11 October 2019, with a 24 month escrow period from 19 October 2016
Class	Fully paid ordinary shares
Number acquired	200,000

+ See chapter 19 for defined terms.

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Number disposed	NIL
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.10 (10 cents)
No. of securities held after change	(1) <u>DCS Superannuation A/C</u> 425,000 Ordinary Shares 31,250 Ordinary Shares escrowed for 24 month from 19 October 2016 (2) <u>JonEric Pty Ltd <Donald Stephens Family 2 A/C></u> 125,000 unlisted options, exercise price \$0.25, expiry date 11 October 2019, with a 24 month escrow period from 19 October 2016
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 shares to pursuant to a resolution approved by shareholders

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	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A

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

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

+ See chapter 19 for defined terms.