

# 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> | Freelancer Limited |
| <b>ABN</b>            | 66 141 959 042     |

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>    | Simon Clausen |
| <b>Date of last notice</b> | 23 April 2018 |

### 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><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                                                                                                                                                                                        | The registered hold is listed as HSBC Custody Nominees (AUS) Limited and Citicorp Nominees Pty Limited. The Director is the beneficial owner of fully paid ordinary shares held by HSBC Custody Nominees (AUS) Limited and Citicorp Nominees Pty Limited.<br><br>Various – The Director has voting power of over 20% in Freelancer Limited, which has a relevant interest as a result of trading restrictions over shares issued under the Company's Employee Share Plan ( <b>ESP</b> ). |
| <b>Date of change</b>                                                                                                                                                                                                                                                                                                                                      | 23 April 2018                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>No. of securities held prior to change</b><br><br>Holding in HSBC Custody Nominees (AUS) Limited and Citicorp Nominees Pty Limited as custodian for the Director.<br><br>Various – The Director has voting power of over 20% in Freelancer Limited, which has a relevant interest as a result of trading restrictions over shares issued under the ESP. | 159,753,334 fully paid ordinary shares<br><br>5,611,617 fully paid ordinary shares                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Class</b>                                                                                                                                                                                                                                                                                                                                               | Fully paid ordinary shares                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

+ See chapter 19 for defined terms.

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|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                                                                                                                                                                                                  | 14,017                                                                             |
| <b>Number disposed</b>                                                                                                                                                                                                                                                                                                                                  | Nil                                                                                |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                                                                                                                                                                                | \$0.50 per share                                                                   |
| <b>No. of securities held after change</b><br><br>Holding in HSBC Custody Nominees (AUS) Limited and Citicorp Nominees Pty Limited as custodian for the Director.<br><br>Various – The Director has voting power of over 20% in Freelancer Limited, which has a relevant interest as a result of trading restrictions over shares issued under the ESP. | 159,767,351 fully paid ordinary shares<br><br>5,611,617 fully paid ordinary shares |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>                                                                                                                                                              | On-market trade                                                                    |

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+ See chapter 19 for defined terms.

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

## **Part 3 – <sup>+</sup>Closed period**

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

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<sup>+</sup> See chapter 19 for defined terms.