

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	IncentiaPay Limited
ABN	43 167 603 922

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	Iain Dunstan
Date of last notice	23 March 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.

Direct or indirect interest	1. Indirect 2. Indirect 3. Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. Iain Dunstan and Caroline Dunstan <The Dunstan Family Super Fund> (Mr. Dunstan is a beneficiary of The Dunstan Family Super Fund.) 2. Gardun Pty Ltd <Chihi Trust> (Mr. Dunstan is a Director of Gardun Pty Ltd and a beneficiary of the Chihi Trust.)
Date of change	1. N/A 2. N/A 3. 4 May 2018
No. of securities held prior to change	1. 1,050,000 fully paid ordinary shares 2. 1,000,000 fully paid ordinary shares
Class	Fully paid ordinary shares
Number acquired	1. Nil 2. Nil 3. 3,035,714 fully paid ordinary shares
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.28 per share
No. of securities held after change	1,050,000 fully paid ordinary shares 1,000,000 fully paid ordinary shares 3,035,714 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	Shares issued under Loan Funded Share Plan as approved by shareholders at the 5 April 2018 Extraordinary General Meeting.

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
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.