

## Appendix 3Y Change of Director's Interest Notice

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Rule 3.19A.2

### 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>	Gooroo Ventures Limited
<b>ABN</b>	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.

<b>Name of Director</b>	Emmanuel Foundas
<b>Date of last notice</b>	28 February 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> Note: Provide details of the circumstances giving rise to the relevant interest.	Kathleen Foundas
<b>Date of change</b>	14 February 2019

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+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p>	<p><b><u>Direct</u></b></p> <p><u>Emmanuel Foundas</u></p> <p>(a) 1,319,171 Ordinary Shares</p> <p>(b) 250,000 unlisted options, exercise price \$0.25, expiry date 11 October 2019.</p> <p>(c) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016:  Class A: 1,116,221  Class B: 1,116,221  Class C: 507,373</p> <p><b><u>Indirect</u></b></p> <p>(1) <u>Foundas Investments Pty Ltd atf the Foundas Superannuation Fund</u></p> <p>(a) 2,258,894 Ordinary Shares</p> <p>(b) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016:  Class A: 1,488,295  Class B: 1,488,295  Class C: 676,498</p> <p>(2) <u>Ms Kathleen Foundas</u></p> <p>(a) 1,319,171 Ordinary Shares</p> <p>(b) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016:  Class A: 1,116,221  Class B: 1,116,221  Class C: 507,373</p>
<p><b>Class</b></p>	<p>Fully paid ordinary shares</p>
<p><b>Number acquired</b></p>	<p>612,156</p>
<p><b>Number disposed</b></p>	<p>NIL</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$0.05 (5 cents)</p>

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No. of securities held after change	<u>Direct</u>
	<p data-bbox="890 304 1134 331"><u>Emmanuel Foundas</u></p> <ul style="list-style-type: none"> <li data-bbox="938 333 1310 360">(a) 1,319,171 Ordinary Shares</li> <li data-bbox="938 362 1406 450">(b) 250,000 unlisted options, exercise price \$0.25, expiry date 11 October 2019</li> <li data-bbox="938 452 1436 663">(c) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016: Class A: 1,116,221 Class B: 1,116,221 Class C: 507,373</li> </ul> <p data-bbox="890 696 991 723"><u>Indirect</u></p> <ul style="list-style-type: none"> <li data-bbox="938 725 1422 786">(1) <u>Foundas Investments Pty Ltd atf the Foundas Superannuation Fund</u></li> <li data-bbox="938 788 1310 815">(a) 2,258,894 Ordinary Shares</li> <li data-bbox="938 817 1436 1028">(b) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016: Class A: 1,488,295 Class B: 1,488,295 Class C: 676,498</li> <li data-bbox="938 1061 1246 1088">(2) <u>Ms Kathleen Foundas</u></li> <li data-bbox="938 1090 1310 1117">(a) 1,931,327 Ordinary Shares</li> <li data-bbox="938 1120 1436 1330">(b) Performance Shares not quoted and classified as restricted securities for a period of 24 months from 19 October 2016: Class A: 1,116,221 Class B: 1,116,221 Class C: 507,373</li> </ul>

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<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	Issue of shares under the Non-Renounceable Pro-Rata Rights Issue as per Offer Booklet and announcements dated 13 December 2018.
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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>	N/A
<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 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	NO
<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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<sup>+</sup> See chapter 19 for defined terms.