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

Name of entity	Infigen Energy Group (ASX: <b>IFN</b> ), a stapled group comprising Infigen Energy Limited (ABN 39 105 051 616) and Infigen Energy Trust (ARSN 116 244 118), with Infigen Energy RE Limited (ABN 61 113 813 997) (AFSL 290 710) as responsible entity ("Infigen Energy")
ABN	As Above

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	Ross Kenneth Rolfe
Date of last notice	5 December 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	Direct	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable	
Date of change	22 November 2019	
No. of securities held prior to change	<ul> <li>(i) 130,869 fully paid IFN stapled securities</li> <li>(ii) 170,409 unlisted Performance Rights issued as part of the FY17 Deferred STI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to vesting conditions, including the opening of the first employee trading window (as determined under the Group's Securities Trading Policy) after the release to the market of Infigen Energy's financial results for the financial year ending 30 June 2018.</li> </ul>	

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

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No. of securities held prior to change (cont.)	(iii) 369,230 unlisted Performance Rights issued as part of the FY17 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2019.	
	(iv) 620,156 unlisted Performance Rights issued as part of the FY18 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2020.	
	(v) 500,224 unlisted Performance Rights issued as part of the FY19 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2021.	
Class	(i) Fully paid IFN stapled securities	
	(ii)-(v) Unlisted Performance Rights issued in accordance with the Infigen Energy Equity Plan approved by security holders.	
Number acquired	944,208 unlisted Performance Rights (refer (vi) below)	
Number disposed	184,615 unlisted Performance Rights issued as part of the FY17 LTI grant achieved relevant performance hurdles as at 30 June 2019 and have been cash settled upon vesting in accordance with the Infigen Energy Equity Plan.	
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	\$97,311 (value of the vested FY17 LTI Performance Rights)	

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

#### No. of securities held after change

- (i) 130,869 fully paid IFN stapled securities
- (ii) 170,409 unlisted Performance Rights issued as part of the FY17 Deferred STI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to vesting conditions, including the opening of the first employee trading window (as determined under the Group's Securities Trading Policy) after the release to the market of Infigen Energy's financial results for the financial year ending 30 June 2018.
- (iii) 184,615 unlisted Performance Rights issued as part of the FY17 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable re-test performance period ending on 30 June 2020.
- (iv) 620,156 unlisted Performance Rights issued as part of the FY18 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2020.
- (v) 500,224 unlisted Performance Rights issued as part of the FY19 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2021.
- (vi) 944,208 unlisted Performance Rights issued as part of the FY20 LTI grant in accordance with the Infigen Energy Equity Plan approved by security holders. Vesting of Performance Rights is subject to performance hurdles that will be tested at the end of the applicable performance period ending on 30 June 2022.

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

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	This notification is in respect of partial vesting of the unlisted Performance Rights relating to the FY17 LTI grant, as well as a grant of unlisted Performance Rights issued in accordance with the Infigen Energy Equity Plan and as approved by security holders at the Annual General Meeting held on 21 November 2019.
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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.

and an estimated valuation  Interest after change	N/A
Value/Consideration Note: If consideration is non-cash, provide details	N/A
Interest disposed	N/A
Interest acquired	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
Date of change	N/A
Name of registered holder (if issued securities)	N/A
Nature of interest	N/A
Detail of contract	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

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