

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	Total Brain Limited (ASX:TTB)
ABN	24 094 069 682

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	David Torrible
Date of last notice	7 June 2019

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.	Director related entity												
Date of change	16 January 2020												
No. of securities held prior to change	<table><tr><td></td><td>Shares</td><td>Options</td></tr><tr><td>Direct</td><td>-</td><td>-</td></tr><tr><td>Indirect</td><td>31,425,746</td><td>-</td></tr><tr><td>Total</td><td>31,475,746</td><td>-</td></tr></table>		Shares	Options	Direct	-	-	Indirect	31,425,746	-	Total	31,475,746	-
	Shares	Options											
Direct	-	-											
Indirect	31,425,746	-											
Total	31,475,746	-											
Class	a) Fully paid ordinary shares b) Unlisted Options												
Number acquired	<table><tr><td></td><td>Shares</td><td>Options</td></tr><tr><td>Direct</td><td>-</td><td>-</td></tr><tr><td>Indirect</td><td>29,126,903</td><td>2,066,115</td></tr><tr><td>Total</td><td>29,126,903</td><td>2,066,115</td></tr></table>		Shares	Options	Direct	-	-	Indirect	29,126,903	2,066,115	Total	29,126,903	2,066,115
	Shares	Options											
Direct	-	-											
Indirect	29,126,903	2,066,115											
Total	29,126,903	2,066,115											
Number disposed	Nil												
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	a) \$0.046 per share b) Nil												

+ See chapter 19 for defined terms.

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No. of securities held after change			
		Shares	Options
	Direct	-	-
	Indirect	60,552,649	2,066,115
	Total	60,552,649	2,066,115
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	a) and b) Issue of shares and options as approved by Total Brain Limited shareholders at the General Meeting held on 10 January 2020.		

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.